

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.
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and Triple R, Inc.
Debtors and Debtors-in-Possession
425 Park Avenue
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Alex Spizz, Esq.
Arthur Goldstein, Esq.
Jill Makower, Esq.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT NEW YORK

-----X
In re:

Chapter 11

ROCK & REPUBLIC ENTERPRISES, INC.,
et al.,
Debtors.

Case No. 10-11728 (AJG)
(Jointly Administered)

-----X

**COVER SHEET PURSUANT TO UNITED STATES TRUSTEE
GUIDELINES FOR REVIEWING APPLICATIONS FOR INTERIM
COMPENSATION AND REIMBURSEMENT OF EXPENSES FILED
PURSUANT TO 11 U.S.C. §§ 328, 330 AND 331**

NAME OF APPLICANT: Todtman, Nachamie, Spizz & Johns, P.C.

TIME PERIOD: April 2, 2010 through August 31, 2010 ("Fee Period")

ROLE IN THE CASE: Counsel to the Debtors

DATE OF RETENTION: April 28, 2010, effective as of April 1, 2010

**FIRST INTERIM
APPLICATION ¹:** Fees Requested: \$484,183.41
Expenses Requested: \$9,386.88

PRIOR APPLICATIONS: None

¹ This Application requests interim approval of 80% of Monthly Fees and 100% of expenses. This Application assumes continuation of a 20% Monthly Fee holdback.

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UNITED STATES BANKRUPTCY COURT
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In re:

Chapter 11

ROCK & REPUBLIC ENTERPRISES, INC.,
et al.,
Debtors.

Case No. 10-11728 (AJG)
(Jointly Administered)

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**FIRST INTERIM FEE APPLICATION OF TODTMAN, NACHAMIE, SPIZZ
& JOHNS, P.C., ATTORNEYS FOR THE DEBTORS, FOR ALLOWANCE
OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
PURSUANT TO SECTIONS 330 AND 331 OF THE BANKRUPTCY
CODE**

**TO: THE HONORABLE ARTHUR J. GONZALEZ
CHIEF UNITED STATES BANKRUPTCY JUDGE**

Todtman, Nachamie, Spizz & Johns, P.C. ("TNSJ" or "Applicant"), counsel for Rock & Republic Enterprises, Inc. ("R&R") and Triple R, Inc. ("Triple R"), debtors and debtors-in-possession (collectively, the "Debtors"), as and for its first interim application for allowance of compensation and reimbursement of actual and necessary expenses (the "Application") on behalf of the Debtors during the period from April 2, 2010 through July 31, 2010 (the "First Interim Period") pursuant to this court's order dated April 29, 2010 establishing procedures for monthly compensation and reimbursement of expenses of professionals ("Monthly Fee Order"), respectfully represents as follows:

PRELIMINARY STATEMENT

1. This Application is made pursuant to Sections 330, 331 and 503(b) of the Bankruptcy Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 adopted by the Executive Office of the United States Trustee issued on January 30, 1996 (the "UST Guidelines"), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the "Amended Guidelines" and, together with the UST Guidelines, the "Fee Guidelines"), and the Monthly Fee Order, for an allowance of actual compensation for professional services rendered by Applicant to the Debtors during the First Interim Period and for reimbursement of actual disbursements and expenses incurred by Applicant during the First Interim Period in connection with the rendering of such professional services.

2. All professional legal services for which compensation is being sought have been performed for the benefit of the Debtors and their estates in connection with these Chapter 11 cases. Applicant is seeking reasonable compensation in the amount of \$484,183.41 and reimbursement of expenses in the sum of \$9,386.88.

3. Pursuant to the Monthly Fee Order entered in these Chapter 11 cases, Applicant has received to date \$301,590.30² representing 80% of the fees incurred through June 30, 2010 and full payment of expenses of \$8,842.20 through June 30, 2010. This Application is made in order to comply with the provisions of the Monthly Fee Order.

² Includes prepetition retainer of \$25,000.

4. This is Applicant's first fee request in these Chapter 11 cases. Applicant was retained as counsel for the Debtors nunc pro tunc to April 1, 2010 by order dated April 28, 2010, a copy of which is annexed hereto as **Exhibit "A"**. Applicant received a retainer of \$25,000 prior to its representation of the Debtors.

I. INTRODUCTION

A. The Applicant

5. Applicant is a professional corporation consisting of over twenty (20) full-time attorneys. Applicant has a separate department consisting of four partners, one counsel, and support personnel, which specializes in bankruptcy matters.

6. Applicant's offices are located at 425 Park Avenue, New York, New York 10022. A description of the attorneys who rendered professional legal services in these cases is annexed hereto as **Exhibit "B"**. The bankruptcy department of Applicant's law firm and/or its predecessor law firm have practiced in the bankruptcy field for more than fifty (50) years and their experience in the bankruptcy area is well-known both locally and nationally.

7. Alex Spizz and Arthur Goldstein are the partners of Applicant's law firm who are responsible for overseeing the Debtors' Chapter 11 cases. Both Mr. Spizz and Mr. Goldstein have extensive experience in the area of bankruptcy law and have specialized in representing debtors in Chapter 11 reorganizations for over 35 and 30 years, respectively. They have lectured frequently on various topics involving bankruptcy law and reorganization and have appeared frequently before the Bankruptcy Courts in the Southern and Eastern Districts of New York.

8. The other partners, counsel and associate attorneys in Applicant's firm who have from time to time rendered services in connection with this case are likewise highly experienced in bankruptcy matters, and all of the attorneys are duly admitted to practice in the courts of the State of New York, as well as the United States District Courts and bankruptcy courts for the Southern District of New York and the Eastern District of New York.

II. PROCEDURAL BACKGROUND

9. On April 1, 2010, (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York, Bowling Green Division (the "Court").

10. The Debtors' Chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015(b).

11. Since the Petition Date, the Debtors have continued to operate their businesses and manage their affairs and property as debtors in possession pursuant to §§ 1107 and 1108 of the Bankruptcy Code.

12. On April 13, 2010, the United States Trustee for the Southern District of New York appointed an Official Committee of Unsecured Creditors (the "Committee"). The Committee has retained Arent Fox LLP as its counsel.

13. The Debtors are a wholesale and retail apparel company specializing in an avant-garde and distinctive line of clothing. Originally started in 2002 by its Chief Executive Officer, Michael Ball, primarily as an American jeans company, the Debtors have expanded their lines to include high fashion clothing for men, women and children

as well as shoes, cosmetics and accessories. The Debtors' merchandise can be found at most high end retail stores such as Nordstrom, Neiman Marcus, Bergdorf Goodman, Bloomingdales, Lord & Taylor, Harvey Nichols and Saks Fifth Avenue, as well as in small upscale boutiques.

14. As of the Petition Date, the Debtors' two largest secured creditors were (and still are) The CIT Group / Commercial Services, Inc. ("CIT") and RKF LLC ("RKF"). The CIT debt consist of amounts due arising from a Factoring Agreement and Inventory Security Agreement. As of the Petition Date, the Debtors owed CIT approximately \$5,700,000 and CIT owed the Debtors approximately \$1,165,000. The CIT indebtedness was secured by a lien on all of the Debtors' assets other than intellectual property.

15. Prior to the Petition Date, the Debtor had borrowed \$15,000,000 (the "RKF Debt") from RKF, which was secured by a lien on all of the Debtors' intellectual property. In accordance with the terms of a security agreement executed by the Debtors, upon default and payment of the loan, RKF would have the right without further notice to the Debtors to sell or assign the Debtors' intellectual property through a public or private sale.

16. As of the Petition Date, the Debtors did not have the funds necessary to pay the RKF Debt plus interest. The Debtors therefore requested that TNSJ prepare and file the Chapter 11 petitions, related documents, and first day motions immediately.

17. The legal services rendered by Applicant, which have been categorized according to topics, are merely highlighted herein to avoid burdening the Court with the day to day minutia concomitant with the proceedings in these Chapter 11 cases. For a

more detailed description of the services performed, Applicant's contemporaneous daily time records are annexed hereto as **Exhibit "C"** and made a part hereof.

18. By this Application, Applicant seeks an allowance of interim compensation pursuant to §§ 330 and 331 of the Bankruptcy Code for professional services rendered by it as counsel to the Debtors for the First Interim Period. In addition, reimbursement is sought for reasonable and necessary expenses incurred by Applicant on behalf of the Debtors during the First Interim Period.

19. Applicant respectfully submits that the professional services rendered by it to the Debtors were necessary and of significant value to the Debtors and their estates as is more fully set forth below.

20. Applicant has maintained contemporaneous records of the time expended for the professional services performed in connection with the proceedings and of the expenses incurred in rendering its services on behalf of the Debtors. Such records are maintained in the ordinary course of the Applicant's business. Applicant's time records are recorded by project categories based upon the suggested project categories contained in the Fee Guidelines, and provide a detailed description of the services rendered during the First Interim Period.

21. This Application, together with all exhibits hereto, will be filed with the Court and served upon the Office of the U.S. Trustee, the Debtors and counsel to the Committee.

**III. APPLICANT'S LEGAL SERVICES AS ATTORNEYS
FOR THE DEBTORS AND DEBTORS IN POSSESSION
DURING THE FIRST INTERIM PERIOD**

22. The following are the major areas in which Applicant rendered services on behalf of the Debtors in connection with these Chapter 11 cases during the First Interim Period. In addition to the major areas detailed below, Applicant had nearly daily contact with the Debtors' management during the First Interim Period in performing its duties as counsel to the Debtors:

- (a) Preparation and filing of the Chapter 11 cases and the first day pleadings, including the Rule 1007 Affidavit, the Motion for Joint Administration of the Chapter 11 Cases, the Motion for Extension of Time to File Schedules and Statement of Financial Affairs, the Motion to Continue Use of Existing Cash Management Systems and Maintaining Existing Bank Accounts, the Motion to Continue Customer Service Programs and the Motion to Pay Pre-Petition Wages;
- (b) Preparing and presenting the Debtors' retention applications for principal bankruptcy counsel, corporate counsel, merchandising consultant and operational advisor, investment banker and financial advisor, special litigation counsel and accountant;
- (c) Motion to Prohibit Utility Providers from Altering, Refusing or Discontinuing Services and Establishing Procedures for Determining Adequate Assurance of Payment;
- (d) Motion to Reject Leases;
- (e) Motion to Approve Factoring Agreement;
- (f) Motion to Pay Insurance Premium Obligations;
- (g) Preparing Motions to Extend Time to Assume or Reject Non-Residential Leases;
- (h) Preparing Motion to Extend Exclusivity;
- (i) Preparation of Motion to Retain Claims and Noticing Agent;
- (j) Preparing Motion to Establish Last Day to File Proofs of Claim;

- (k) Monitoring the Operation of the Debtors' Business;
- (l) Claim Analysis and preparation of objections to certain claims;
- (m) Preparation of Motion to Reject Distribution Agreement;
- (n) Preparation of Motion to Amend and Assume Distribution Agreement;
- (o) Defending Motion to Change Venue;
- (p) Motion to Modify Automatic Stay to Proceed with Certain State Court Litigation;
- (q) Extensive discussions with prospective 3rd party investors;
- (r) Motion to Reinstate the Automatic Stay;
- (s) Meetings with Creditors Committee professionals
- (t) Miscellaneous services.

23. Applicant also reviewed and prepared for filing the Debtors' monthly operating reports.

IV. LEGAL STANDARDS FOR THE ALLOWANCE OF COMPENSATION SOUGHT

24. Applicant is cognizant of the fee setting process which begins with an examination of the extent of professional services rendered. A measure of the quality of the services must be the initial determination of the value of such services. By virtue of the fact that Applicant's practice involves a high concentration of insolvency matters, Applicant's fees in many instances are determined by bankruptcy courts and are frequently subject to the criteria for awarding compensation.

25. The contemporaneous time records submitted herewith by Applicant are a direct indication of the time spent in the performance of the professional services during

the First Interim Period. Applicant has expended a total of 1019.55 hours of professional time during the First Interim Period. A copy of Applicant's time records is annexed hereto as **Exhibit "C"**.

26. By establishing the fair and reasonable value of the services performed by professionals retained pursuant to §§327 and 1104 of the Bankruptcy Code, bankruptcy court fee awards, in effect, have been determined on a case-by-case basis, using an appropriate blended hourly rate for services performed by such professionals. However, federal courts have provided some common criteria for guidance in the area of court awarded fees.

27. The Circuit Court in the case of Johnson v. Georgia Highway Express, 488 F.2d 714 (5th Cir. 1974), first enumerated twelve factors to be considered by courts in order to determine a "reasonable" fee award. These factors were subsequently incorporated in the case of In re First Colonial Corporation of America, 544 F.2d 1291 (5th Cir. 1977), which held that these twelve factors applied to fees awarded pursuant to the Bankruptcy Code. These factors were:

- (i) The time and labor required and spent;
- (ii) The novelty and difficulty of the questions;
- (iii) The skill requisite to perform the legal services properly;
- (iv) The preclusion of other employment by the attorney due to acceptance of the case;
- (v) The customary fees;
- (vi) Whether the fee is fixed or contingent;
- (vii) Time limitations imposed by the client or other circumstances;
- (viii) The amount involved and the results obtained;

- (ix) The experience, reputation and ability of the attorneys;
- (x) The undesirability of the case;
- (xi) The nature and length of the professional relationship with the client;
and
- (xii) Awards in similar cases.

28. Subsequently, the United States Supreme Court has made it clear that a court's determination of a reasonable fee award is to be based on the calculation of the lodestar amount which was first articulated by the Third Circuit in the case of Lindy Bros. Builders, Inc. v. American Radiator and Standard Sanitary Corp., 487 F.2d 161 (3rd Cir. 1973). This lodestar amount is presumed to subsume many of the factors articulated by Johnson. Pennsylvania v. Delaware Valley Citizens Counsel for Clear Air, 478 U.S. 546, 566-567, 106 S.Ct. 3088, 92 L.Ed 2d 439 (1986).

29. The lodestar amount is determined by multiplying the number of hours reasonably expended in the case by a reasonable hourly rate.

30. Justice White writing for the majority in the Delaware Valley Citizens case found that although the lodestar amount may be adjusted upward and downward, there is a strong presumption that the lodestar figure represents a "reasonable" fee. Delaware Valley Citizens, 478 U.S. 546 at 565, 566, 106 S. Ct. at 3088, 3098.

31. Courts have generally arrived at the lodestar amount by conducting a three-step process to determine the reasonableness of requests for compensation. First, the Court attempts to ascertain the nature and extent of the services rendered by an applicant. A review of this Application and the schedules annexed clearly reflect the number of hours worked and a description of the services provided during those hours. Second, the Court

attempts to assess the value and quality of the services rendered by the applicant. A review of this Application and the schedules annexed reflect the hourly rate of each of the persons providing services and the determined mixed hourly rate therefore. After a review of the first two steps, the Court would determine a reasonable amount of compensation.

32. A court's determination of the lodestar amount must also be based on the contemporaneous time records maintained by the attorney which are synopsized in the fee application. "An attorney . . . who applies for court-ordered compensation in this Circuit for work done after the date of this opinion must document the Application with contemporaneous time records." In re Cena's Fine Furniture, Inc., 109 B.R. 575 (E.D.N.Y. 1990) citing, New York State Ass'n. for Retarded Children, Inc. v. Carey, 711 F.2d 2236, 2248 (2nd Cir. 1983). According to the Second Circuit in Carey, a fee application should specify, for each attorney, the date, the hours expended, and the nature of the work done. However, "the law does not require a fee application the size of boring victorian novel." In re Hotel Associates, Inc., 15 B.R. 487, 488 (Bankr. E.D. Pa. 1981).

33. The time records constitute only a bland review of the services and time expended without description of the pressures and constraints under which Applicant actually has rendered those services. Problems arising in this case were attended to by Applicant at all levels, promptly, expertly and often to the exclusion of other matters in Applicant's firm. Applicant regularly responded to inquiries by numerous persons including the Debtors' management board of directors.

34. It is respectfully submitted that because Applicant has strong expertise in the area of insolvency law and has much experience representing debtors in Title 11 cases

that it has been able to perform services and accomplish results in less time than less experienced counsel might consume.

35. Section 330(a) of the Bankruptcy Code provides that a bankruptcy court may award to a professional person employed under section 327:

- (A) reasonable compensation for actual, necessary services rendered by . . . attorney and by any paraprofessional person employed by any such person;

- (B) reimbursement for actual, necessary expenses.

(3)(A) In determining the amount of reasonable compensation to be awarded, the court shall consider the value, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;

- (B) the rates charged for such services;

- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title:

- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issues, or task addressed; and

- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

36. The concept of an economic spirit in bankruptcy cases, derived from case law under the former Bankruptcy Act, has been vitiated under the Bankruptcy Code. The importance and need for the Bankruptcy Court to attract able and experienced counsel to participate in bankruptcy cases, and to represent and properly discharge their obligations as fiduciaries, is emphasized in all applicable reported decisions under the Bankruptcy

Code. See, Matter of Caribou Partnership, III, 152 B.R. 733 (Bankr. N.D. Ind. 1993). The requirement under the Bankruptcy Code is that the Applicant must meet the requirement of reasonableness, as stated by Congress:

Bankruptcy legal services are entitled to commence the same competency of counsel as other cases. In that light, the policy of this section is to compensate attorneys and other professionals serving in a case under Title 11 at the same rate as the attorney or other professional comparable services other than that in a case under Title 11...notions of economy of the estate in fixing fees are outdated and have no place in a Bankruptcy Code.

Statement of Legislative Leaders (House) reprinted in 124 Cong. H. 11089, H 11092 (Daily Ed. Sept. 28, 1978).

37. The rates being charged by Applicant are commensurate with those typically charged by Applicant and, in many instances, less than those typically charged by other firms in the Southern District of New York as well as those of other nationally – recognized firms. Accordingly, the lodestar amount of fees sought by Applicant (its customary hourly billing rates multiplied by the reasonable and necessary amount of time spent) is both reasonable and appropriate.

38. Applicant respectfully submits that based upon the above factors the fees requested are reasonable and should be awarded in full. Applicant has already received the sum of \$301,590.30³ representing 80% of the fees incurred through June 30, 2010.

39. Applicant submits that the division of time herein among partners, counsel and associates has been consistent with Applicant's overall goal of providing first quality legal representation at a reasonable cost. During the First Interim Period, Applicant's

³ Includes prepetition retainer of \$25,000.

members, counsel, associates and paraprofessionals have devoted an aggregate of 1019.55 hours to these cases. The blended hourly rate for the services rendered herein is \$474.90 per hour. Applicant's attorneys practice regularly before bankruptcy courts for the Southern and Eastern Districts of New York. In the past, these courts have awarded compensation to Applicant based upon its normal hourly billing rates. Further, Applicant has been awarded compensation by judges of the Southern and Eastern District of New York which awards have been predicated upon the same criteria as have been articulated herein.

40. In addition, during the First Interim Period, Applicant incurred \$9,386.68⁴ in expenses which are summarized on **Exhibit "D"** hereto. All of the disbursements were necessarily incurred and reasonable in amount. If the court should so require, the documentation substantiating these expenses will be made available. It should also be noted that all disbursements, including, but not limited to, photocopying and facsimiles conform with the limitations as provided in the Fee Guidelines. A certification as required by the Fee Guidelines is attached hereto as **Exhibit "E"**.

⁴ \$8,842.20 has been paid as of the date of the Application.

WHEREFORE, Applicant respectfully requests that it be awarded (a) a first interim fee in the amount of \$484,183.41, together with reimbursement of expenses and disbursements in the amount of 9,386.68, and (b) such other and further relief as this court may deem just and proper.

Dated: New York, New York
August 26, 2010

TODTMAN, NACHAMIE, SPIZZ
& JOHNS, P.C.
Attorneys for Rock & Republic Enterprises, Inc.
and Triple R, Inc.
Debtors and Debtors-in-Possession

By: s/ Arthur Goldstein
Alex Spizz
Arthur Goldstein
425 Park Avenue
New York, NY 10022
(212) 754-9400

EXHIBIT "A"

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
In re : Chapter 11

ROCK & REPUBLIC ENTERPRISES, INC., : Case No. 10-11728 (AJG)
et al., :
Debtors. :
----- X

**ORDER AUTHORIZING RETENTION OF TODTMAN,
NACHAMIE, SPIZZ & JOHNS, P.C. AS COUNSEL TO THE
DEBTORS**

Upon the application (the "Application") filed by Rock & Republic Enterprises, Inc. and Triple R, Inc., the debtors and debtors-in-possession herein (collectively, the "Debtors"), to employ Todtman, Nachamie, Spizz & Johns, P.C. ("TNSJ") to represent them as debtors-in-possession herein, and upon the affidavit of Alex Spizz, Esq., duly sworn to on April 1, 2010 (the "Spizz Affidavit") and the supplemental affidavit of Alex Spizz, Esq. duly sworn to on April 26, 2010 (the "Spizz Supplemental Affidavit"), and no objection having been made to the Debtors' Application; and after due deliberation it appearing that the firm of TNSJ neither holds nor represents any interest adverse to the Debtors' estates, and that TNSJ is a disinterested person as that term is defined in §101(14) of the Bankruptcy Code, and that the employment of TNSJ is necessary and would be in the best interests of the Debtors' estates; it is

ORDERED, that the Debtors, as debtors-in-possession herein, are hereby authorized to appoint and employ TNSJ as attorneys to represent them as debtors-in-

possession on the terms and conditions set forth in the Application, the Spizz Affidavit and the Spizz Supplemental Affidavit in accordance with TNSJ's normal hourly rates and disbursement policies as set forth in the Application, Spizz Affidavit and Spizz Supplemental Affidavit in the above-captioned Chapter 11 cases pursuant to §§327(a), 328(a) and 1107 of the Bankruptcy Code, effective as of April 1, 2010; and it is further

ORDERED, that the compensation of TNSJ as attorneys for the Debtors, shall be fixed by this Court after application in the manner prescribed by §§330 and 331 of the Bankruptcy Code, and all fee applications made by TNSJ shall comply with the United States Trustee's guidelines; and it is further

ORDERED, that in the event of any conflict between this Order and the retainer agreement dated February 25, 2010 (the "Retainer Agreement") between the Debtors and TNSJ, this Order will control; and it is further

ORDERED, that in the event that TNSJ increases the rates set forth in the Retainer Agreement, TNSJ shall provide prior notice of such rate increases to the Debtors, Committee counsel and the United States Trustee; and it is further

ORDERED, that the unapplied portion of the retainer shall constitute a general security retainer for post-petition services and expenses, and shall be held by TNSJ subject to further order of the Court. Upon an Order of this Court approving an interim or final fee application, TNSJ shall apply the retainer against its then-unpaid fees and expenses in respect of TNSJ's fee applications filed and approved in accordance with the applicable provisions of the Bankruptcy Code; and it is further

ORDERED, that the services provided by TNSJ to the Debtors will not duplicate or overlap with the services to be provided by Manderson Schafer & McKinlay LLP, the Debtors' proposed special corporate counsel.

Dated: New York, New York
April 28, 2010

s/Arthur J. Gonzalez
ARTHUR J. GONZALEZ
CHIEF UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION:

OFFICE OF THE UNITED STATES TRUSTEE
FOR THE SOUTHERN DISTRICT OF NEW YORK

BY: s/Richard Morrissey

Dated: April 28, 2010

EXHIBIT "B"

ROCK & REPUBLIC ENTERPRISES, INC.

HOURS BILLED FROM APRIL 2, 2010 THROUGH JULY 31, 2010

| ATTORNEY | DATE ADMITTED | CODE | AMOUNT | HOURS | AMOUNT |
|-----------------------------|--------------------------|--------------|---------------|----------------|---------------------|
| Barton Nachamie Partner | 1961 | 2 | \$540 | 2.9 | \$ 1,566.00 |
| Alex Spizz Partner | 1974 | 3 | \$520 | 291.10 | \$151,372.00 |
| Arthur Goldstein Partner | 1977 | 15 | \$495 | 401.80 | \$198,727.66 |
| Janice Grubin Partner | 1988 | 20 | \$420 | .40 | \$196.00 |
| Martin Todtman Partner | 1968 | 1 | \$580 | 3.30 | \$1,914.00 |
| Robert Tolz Partner | 1975 | 4 | \$495 | 8.75 | \$4,331.25 |
| Jill L. Makower Counsel | 1994 | 14 | \$405 | 311.30 | \$126,076.50 |
| | | TOTAL | TIME: | 1019.55 | \$484,183.41 |

EXHIBIT “C”

**Applicant’s Time Records
(see attached)**

Date: 08/19/2010

Detail Fee Transaction File List
 Todtman, Nachamie, Spizz & Johns PC

Page: 1

| Client | Trans Date | Tmkr | H P | Tcode/ Task Code | Rate | Hours to Bill | Amount | |
|----------------------|------------|------------------------------|-----|---------------------|--------|------------------|---------|--|
| Client ID 11931.0000 | ROCK | & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0000 | 04/02/2010 | 3 | A | 1 | 520.00 | 4.00 | 2080.00 | VARIOUS TELEPHONE CONFERENCES WITH CLIENT AND DEBTORS FINANCIAL ADVISORS RE: FILING |
| 11931.0000 | 04/02/2010 | 15 | A | 1 | 495.00 | 2.70 | 1336.50 | TELEPHONE CONFERENCES WITH ATTORNEYS AND CREDITORS RE: FILING |
| 11931.0000 | 04/02/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | PARTICIPATE IN CONFERENCE CALL WITH CLIENTS RE: DISCUSS FILING |
| 11931.0000 | 04/02/2010 | 15 | A | 1 | 495.00 | 3.00 | 1485.00 | DRAFT PLEADINGS FOR LEASE REJECTIONS; DISCUSS NOTICE FOR INS. MOTION |
| 11931.0000 | 04/02/2010 | 14 | A | 1 | 405.00 | 2.50 | 1012.50 | DRAFT MOTION TO EXTEND TIME TO FILE SCHEDULES; REVIEW AND REVISE JOINT ADMINISTRATION MOTION; FINALIZE TNSJ RETENTION PAPERS; E-MAILS WITH MANDERSON RE: MANDERSON RETENTION PAPERS; REVIEW AND REVISE SAME; E-MAILS WITH MANDERSON RE: RKF'S COUNSEL; REVIEW E-MAILS BETWEEN AS AND RKF |
| 11931.0000 | 04/02/2010 | 14 | A | 1 | 405.00 | 1.50 | 607.50 | COORDINATE FILING AND SERVICE OF FIRST DAY MOTIONS |
| 11931.0000 | 04/02/2010 | 14 | A | 1 | 405.00 | 0.50 | 202.50 | CONTINUE TO DRAFT, REVIEW AND REVISE LIST OF DATES AND DEADLINES AND MOTIONS FOR CHAPTER 11 CASE |
| 11931.0000 | 04/02/2010 | 14 | A | 485 | 405.00 | 0.60 | 243.00 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: HIS COMMENTS ON FIRST DAY MOTIONS (.5); E-MAILS TO A. GOLDSTEIN AND A. SPIZZ RE: FIRST DAY MOTIONS (.1) |
| 11931.0000 | 04/04/2010 | 14 | A | 456 | 405.00 | 1.20 | 486.00 | REVIEW NOTES FROM TELEPHONE CALL WITH R. MORRISSEY RE: FIRST DAY MOTIONS; REVIEW ADMINISTRATIVE ORDER M-264; REVIEW FACTORING MOTION AND PROPOSED ORDER; NOTES TO FILE RE: SAME |
| 11931.0000 | 04/05/2010 | 3 | A | 1 | 520.00 | 3.00 | 1560.00 | PREPARE FOR HEARING ON FIRST DAY MOTION AND REVIEW OBJECTION BY RKF AND CHANGES OF VENUE MOTION |
| 11931.0000 | 04/05/2010 | 3 | A | 1 | 520.00 | 4.00 | 2080.00 | ATTEND HEARING IN BANKRUPTCY COURT ON FIRST DAY ORDER AND TRAVEL |
| 11931.0000 | 04/05/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | TELEPHONE CONFERENCE WITH CLIENT, CONTRACT VENDOR AND BANK OF AMERICA - EQUIPMENT LEASES |
| 11931.0000 | 04/05/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | REVIEW AND REVISE NDA WITH INVESTMENT ADVISOR |
| 11931.0000 | 04/05/2010 | 15 | A | 1 | 495.00 | 7.50 | 3712.50 | PREPARE FOR AND ATTEND COURT HEARING RE: FIRST DAY MOTIONS INCLUDING FACTORY AGREEMENT; (INCLUDING TRAVEL TO AND FROM COURT) |
| 11931.0000 | 04/05/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH INS. AGENT RE: FINANCE INS. POLICIES |
| 11931.0000 | 04/05/2010 | 14 | A | 341 | 405.00 | 2.40 | 972.00 | CONFERENCE WITH A. GOLDSTEIN RE: R. MORRISSEY'S COMMENTS ON FIRST DAY MOTIONS AND ORDERS (.5); REVIEW FIRST DAY MOTIONS (1.0); CONFERENCE WITH A. GOLDSTEIN RE: DRAFTING MOTION TO REJECT DISTRIBUTION AGREEMENT (.2); REVIEW AGREEMENT AND BEGIN TO DRAFT MOTION (.7) |
| 11931.0000 | 04/05/2010 | 14 | A | 341 | 405.00 | 1.50 | 607.50 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: MOTION TO CHANGE VENUE JUST FILED BY RKF AND OBJECTION TO FACTORING MOTION FILED BY RKF THIS MORNING; BRIEF REVIEW OF RKF'S PAPERS; RESEARCH RE: VENUE; CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME AND E-MAILS RE: SAME |
| 11931.0000 | 04/05/2010 | 14 | A | 450 | 405.00 | 0.60 | 243.00 | PREPARE FOR HEARINGS THIS AFTERNOON; E-MAILS AND TELEPHONE CONFERENCE WITH MANDERSON RE: RETENTION PAPERS |
| 11931.0000 | 04/05/2010 | 14 | A | 309 | 405.00 | 3.20 | 1296.00 | ATTEND HEARINGS IN BANKRUPTCY COURT RE: FIRST DAY MOTIONS |

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| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0000 | 04/05/2010 | 14 | A | 456 | 405.00 | 0.20 | 81.00 | REVIEW REVISED RETENTION PAPERS RECEIVED FROM MANDERSON; E-MAILS RE: SAME; E-MAIL APPLICATION TO G. LURIE |
| 11931.0000 | 04/05/2010 | 14 | A | 1 | 405.00 | 0.40 | 162.00 | REVISE ATLAS AND MARVIN TRAUB RETENTION PAPERS AND E-MAIL SAME TO R. MORRISSEY |
| 11931.0000 | 04/05/2010 | 14 | A | 454 | 405.00 | 2.00 | 810.00 | RESEARCH RE: LOCATION OF TRADEMARKS FOR VENUE PURPOSES |
| 11931.0000 | 04/06/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | MEETING WITH INVESTMENT ADVISOR AND POTENTIAL FUNDER |
| 11931.0000 | 04/06/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | TELEPHONE CONFERENCES WITH ATTORNEYS RE: ORGANIZATIONAL MEETING SCHEDULED FOR 4/12 |
| 11931.0000 | 04/06/2010 | 15 | A | 1 | 495.00 | 0.20 | 99.00 | TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: ORGANIZATIONAL MEETING |
| 11931.0000 | 04/06/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | FINALIZE UTILITY MOTION; ARRANGE FOR SERVICE |
| 11931.0000 | 04/06/2010 | 14 | A | 456 | 405.00 | 0.80 | 324.00 | REVIEW FACTORING ORDER AND NOTES FROM HEARING |
| 11931.0000 | 04/06/2010 | 14 | A | 1 | 405.00 | 0.40 | 162.00 | UPDATE LIST OF MOTIONS AND HEARING DATES |
| 11931.0000 | 04/06/2010 | 14 | A | 1 | 405.00 | 0.60 | 243.00 | DRAFT SINGER AFFIDAVIT (IN SUPPORT OF MARVIN TRAUB RETENTION) |
| 11931.0000 | 04/06/2010 | 14 | A | 452 | 405.00 | 1.80 | 729.00 | REVIEW AND REVISE MOTION TO REJECT LEASES; DRAFT NOTICE OF MOTION FOR LEASE REJECTION MOTION; COMPILE EXHIBITS FOR LEASE REJECTION MOTION; PREPARE SERVICE LIST FOR MOTION; E-MAILS TO CLIENTS RE: EXHIBITS; PREPARE LEASE MOTION AND EXHIBITS FOR SERVICE ND FILING |
| 11931.0000 | 04/06/2010 | 14 | A | 1 | 405.00 | 0.50 | 202.50 | UPDATE CHART OF REAL ESTATE LEASES; CONFERENCE WITH A. GOLDSTEIN RE: CEE SPORTSWEAR LEASE AND E-MAILS WITH CM RE: CEE SPORTSWEAR LEASE |
| 11931.0000 | 04/06/2010 | 14 | A | 456 | 405.00 | 0.80 | 324.00 | REVIEW FIRST DAY ORDERS ENTERED (.4); CONFERENCE WITH A. GOLDSTEIN RE: ERROR ON ORDER EXTENDING TIME TO FILE SCHEDULES AND TELEPHONE CONFERENCE WITH LAW CLERK RE: SAME (.2); PREPARE AMENDED ORDER AND E-MAIL SAME TO CHAMBERS (.2) |
| 11931.0000 | 04/06/2010 | 14 | A | 1 | 405.00 | 0.60 | 243.00 | DRAFT AFFIDAVIT OF J. STEINBERG IN SUPPORT OF ATLAS RETENTION APPLICATION |
| 11931.0000 | 04/06/2010 | 2 | A | 1 | 540.00 | 0.90 | 486.00 | REVISE STEINBERG AFFIDAVIT; REVISE SINGER AFFIDAVIT |
| 11931.0000 | 04/06/2010 | 2 | A | 341 | 540.00 | 0.30 | 162.00 | CONFERENCE WITH A. GOLDSTEIN RE: DISTRIBUTORSHIP AGREEMENT AND MEETING THAT A. SPIZZ HAD THIS MORNING AND RE: UPCOMING TRIAL RE: BEVERLY HILLS CASE |
| 11931.0000 | 04/07/2010 | 3 | A | 1 | 520.00 | 1.80 | 936.00 | VARIOUS TELEPHONE CONFERENCES WITH CLIENT RE: SCHEDULE |
| 11931.0000 | 04/07/2010 | 15 | A | 1 | 495.00 | 2.30 | 1138.50 | DRAFT INSURANCE FUNDING MOTION ET AL; RESEARCH; TELEPHONE CONFERENCE WITH INS. CO. |
| 11931.0000 | 04/07/2010 | 14 | A | 485 | 405.00 | 3.40 | 1377.00 | TELEPHONE CONFERENCE WITH J. QUINTON RE: TRADEMARK QUESTION (.2); ADDITIONAL RESEARCH RE: SITUS OF TRADEMARKS AND 28 U.S.C. SECTION 1391 (2.2); DRAFT OPPOSITION TO VENUE MOTION (1.0) |
| 11931.0000 | 04/07/2010 | 14 | A | 454 | 405.00 | 2.90 | 1174.50 | RESEARCH RE: SECTION 328 CASES; REVIEW SMART WORLD CASE; REVISE ATLAS RETENTION PAPERS AND MTA RETENTION PAPERS (2.8); E-MAILS WITH R. MORRISSEY RE: SAME AND REQUESTING HIS COMMENTS (.1) |
| 11931.0000 | 04/07/2010 | 14 | A | 1 | 405.00 | 0.20 | 81.00 | REVISE LETTER TO JUDGE GONZALEZ RE: MOTIONS WE ARE SENDING TO CHAMBERS |
| 11931.0000 | 04/07/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | COORDINATE SUBMISSIONS OF DOCUMENTS TO CHAMBERS |
| 11931.0000 | 04/08/2010 | 3 | A | 1 | 520.00 | 1.80 | 936.00 | DRAFT EMERGENCY MOTION TO REJECT DISTRIBUTION |

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| Client ID 11931.0000 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0000 | 04/08/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | AGREEMENT |
| 11931.0000 | 04/08/2010 | 15 | A | 1 | 495.00 | 2.00 | 990.00 | TELEPHONE CONFERENCE WITH CLIENT AND INVESTMENT ADVISOR RE: POTENTIAL OFFERS |
| 11931.0000 | 04/09/2010 | 3 | A | 1 | 520.00 | 6.00 | 3120.00 | TELEPHONE CONFERENCES WITH CLIENT RE: DIST. AGREEMENT (NEED TO TERMINATE) CIT SITUATION AND MISCELLANEOUS MATTERS |
| 11931.0000 | 04/09/2010 | 15 | A | 1 | 495.00 | 2.00 | 990.00 | VARIOUS TELEPHONE CONFERENCES VENDOR; MOTION TO REJECT; TELEPHONE CONFERENCE WITH CLIENT |
| 11931.0000 | 04/09/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | DRAFT DOCUMENTS - RESEARCH - DIST. AGREEMENT; VENU ET AL |
| 11931.0000 | 04/09/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH G. SILBERT RE: DISCUSS OUTSTANDING ISSUES |
| 11931.0000 | 04/12/2010 | 3 | A | 1 | 520.00 | 8.00 | 4160.00 | RESEARCH RE: LIEN ASSERTED BY SHIPPER; TELEPHONE CONFERENCE WITH ATTORNEY FOR SHIPPER |
| 11931.0000 | 04/12/2010 | 14 | A | 341 | 405.00 | 0.50 | 202.50 | MEETING WITH CRO IN PREPARATION FOR ORGANIZATION MEETING AND ATTEND ORGANIZATION MEETING AT U.S. TRUSTEE AND TRAVEL |
| 11931.0000 | 04/12/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: MOTION TO REJECT DISTRIBUTION AGREEMENT (.2); |
| 11931.0000 | 04/12/2010 | 14 | A | 1 | 405.00 | 2.00 | 810.00 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: FOLLOWING UP WITH CHAMBERS FOR EX PARTE ORDER RE: SAME (.1); TELEPHONE CONFERENCES WITH CHAMBERS RE: SAME AND E-MAILS WITH A. GOLDSTEIN AND A. SPIZZ RE: SAME (.2) |
| 11931.0000 | 04/12/2010 | 14 | A | 452 | 405.00 | 2.00 | 810.00 | E-MAIL TO U.S. TRUSTEE RE: M. TRAUB RETENTION |
| 11931.0000 | 04/12/2010 | 14 | A | 1 | 405.00 | 2.00 | 810.00 | DRAFT EX PARTE APPLICATION AND PROPOSED ORDER TO SHORTEN TIME NUNC PRO TUNC FOR UTILITY MOTION, INSURANCE MOTION AND LEASE REJECTION MOTION; CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0000 | 04/12/2010 | 14 | A | 1 | 405.00 | 2.00 | 810.00 | REVIEW AND REVISE ATLAS RETENTION PAPERS; E-MAILS WITH M. SINGER AND G. LURIE AND N. ENTHOVEN RE: REVISED RETENTION PAPERS |
| 11931.0000 | 04/13/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | DRAFT MOTION AND EX PARTE ORDER TO SHORTEN TIME WITH RESPECT TO DEBTORS' UTILITY MOTION, MOTION TO REJECT REAL PROPERTY LEASES AND INSURANCE MOTION |
| 11931.0000 | 04/13/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR CIT RE: REJECTION MOTION |
| 11931.0000 | 04/13/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | CORRESPONDENCE RE: MISCELLANEOUS MATTERS |
| 11931.0000 | 04/13/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | TELEPHONE CONFERENCE WITH GRAEME RE: PREPARATION OF SCHEDULES; QUESTIONS AND REVIEW FIRST DAY ORDERS |
| 11931.0000 | 04/13/2010 | 14 | A | 361 | 405.00 | 0.60 | 243.00 | REVIEW APPLICATION TO RETAIN VARIOUS PROFESSIONALS |
| 11931.0000 | 04/13/2010 | 14 | A | 1 | 405.00 | 0.60 | 243.00 | E-MAIL TO AMY HAFKIN AT MARVIN TRAUB RE: RETENTION; TELEPHONE CONFERENCE WITH AMY HAFKIN AT MARVIN TRAUB; REVIEW SIGNED M. TRAUB ASSOCIATES PAPERS AND ARRANGE TO FILE SAME; E-MAILS RE: RETENTION PAPERS |
| 11931.0000 | 04/13/2010 | 14 | A | 456 | 405.00 | 3.20 | 1296.00 | PROOFREAD, REVIEW AND REVISE EX PARTE APPLICATION TO SHORTEN TIME AND ORDER RE: SAME |
| 11931.0000 | 04/13/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW SIGNED RETENTION AFFIDAVIT BY JULIAN AND E-MAILS TO N. ENTHOVEN RE: SAME (.2); |
| 11931.0000 | 04/13/2010 | 14 | A | 1 | 405.00 | 1.00 | 405.00 | TELEPHONE CONFERENCES WITH N. ENTHOVEN RE: SAME (.2); REVISE JULIAN'S AFFIDAVIT AND E-MAIL BLACKLINE TO N. ENTHOVEN AND REVISE ATLAS RETENTION PAPERS (2.8) |
| 11931.0000 | 04/13/2010 | 14 | A | 1 | 405.00 | 1.00 | 405.00 | REVIEW COMMITTEE APPOINTMENT AND CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0000 | 04/13/2010 | 14 | A | 1 | 405.00 | 1.00 | 405.00 | CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION |

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| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0000 | 04/13/2010 | 14 | A | 452 | 405.00 | 1.00 | 405.00 | REVIEW AND REVISE AND FINALIZE MANDERSON RETENTION NOTICE, MANDERSON RETENTION APPLICATION AND ATLAS RETENTION NOTICE |
| 11931.0000 | 04/14/2010 | 3 | A | 1 | 520.00 | 2.50 | 1300.00 | VARIOUS TELEPHONE CONFERENCES WITH ATTORNEY FOR CIT, CC AND CLIENT RE: MOTION ON FOR 4/21/2010 |
| 11931.0000 | 04/14/2010 | 15 | A | 1 | 495.00 | 0.40 | 198.00 | REVIEW RECLAMATION DEMAND |
| 11931.0000 | 04/14/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | RESEARCH RE: LIENS |
| 11931.0000 | 04/14/2010 | 14 | A | 454 | 405.00 | 8.50 | 3442.50 | RESEARCH FOR OPPOSITION TO VENUE INCLUDING RESEARCH ON 28 U.S.C. SECTION 1391 CASES; E-MAILS TO A. SPIZZ AND A. GOLDSTEIN AND G. LURIE RE: INFORMATION ON DEBTORS' CONTRACTS WITH RETAILERS; CONFERENCE WITH A. SPIZZ RE: SAME; CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION; REVIEW PURCHASE ORDERS |
| 11931.0000 | 04/14/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO A. SPIZZ RE: OBJECTION DEADLINES |
| 11931.0000 | 04/14/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW E-MAIL FROM CBS OUTDOOR; E-MAIL TO A. GOLDSTEIN RE: SAME |
| 11931.0000 | 04/15/2010 | 3 | A | 1 | 520.00 | 1.50 | 780.00 | REVIEW DRAFTS ON OPPOSITION TO VENUE MOTION |
| 11931.0000 | 04/15/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR RKF RE: ADJ. OF MOTION |
| 11931.0000 | 04/15/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR CC - VARIOUS ISSUES |
| 11931.0000 | 04/15/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | ATTEND CONFERENCE CALL WITH DEBTOR AND RKF RE: DISTRIBUTION AGREEMENT |
| 11931.0000 | 04/15/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | REVIEW NDA PROPOSED BY CC |
| 11931.0000 | 04/15/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | REVIEW DOCUMENTS RE: SCHEDULES |
| 11931.0000 | 04/15/2010 | 14 | A | 1 | 405.00 | 9.50 | 3847.50 | CONTINUE TO DRAFT/REVIEW AND REVISE VENUE OPPOSITION; DRAFT AFFIDAVIT OF G. LURIE IN OPPOSITION TO VENUE MOTION; REVIEW TRADEMARK DOCUMENTS AND DOCUMENTS RE: RECEIVABLES AND FACTORING TO USE IN CONNECTION WITH OPPOSITION TO VENUE MOTION; E-MAIL QUESTIONS TO C. MOORSMAN AND G. LURIE FOR ADDITIONAL INFORMATION ON WHERE SALES ARE MADE AND WHERE CUSTOMERS ARE LOCATED, ETC.; TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND D. KOZLOWSKI RE: VENUE ARGUMENTS; CONTINUE TO REVISE OPPOSITION; PROVIDE DRAFT TO A. SPIZZ AND A. GOLDSTEIN OF FIRST HALF OF OPPOSITION TO VENUE MOTION |
| 11931.0000 | 04/15/2010 | 14 | A | 485 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH LAW CLERK N. LU E EX PARTE ORDER; E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: STATUS OF SAME |
| 11931.0000 | 04/15/2010 | 14 | A | 456 | 405.00 | 0.20 | 81.00 | REVIEW SIGNED EX PARTE ORDER AND COORDINATE SERVICE OF RELATED MOTION PAPERS |
| 11931.0000 | 04/15/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO C. MOORMAN RE: INFORMATION ON RETAILERS |
| 11931.0000 | 04/16/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH ATTORNEY FOR CC - VARIOUS MOTION AND NDA |
| 11931.0000 | 04/16/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH G. LURIE - CRO - DISTRIBUTION AGREEMENT |
| 11931.0000 | 04/16/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH SPECIAL COUNSEL - MANDELSON - CASH COLLATERAL - NDA |
| 11931.0000 | 04/16/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | REVISE CC - NDA |
| 11931.0000 | 04/16/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | REVISE DRAFT RESPONSE TO VENUE MOTION |
| 11931.0000 | 04/16/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | RESEARCH RE: POSSESIORY LIENS AND CAUFFER GROUP; TELEPHONE CONFERENCE WITH GRAEME RE: SAME |
| 11931.0000 | 04/16/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CLIENTS RE: |

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|---|-------------------|-------------|----------|-------------------------------------|-------------|--------------------------------|---------------|--|
| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0000 | 04/16/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | OUTSTANDING ISSUES |
| 11931.0000 | 04/16/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | REVIEW DRAFT VENUE RESPONSE |
| | | | | | | | | E-MAIL TO A. GOLDSTEIN AND A. SPIZZ RE: |
| | | | | | | | | ARGUMENT FOR VENUE OPPOSITION AND RE: |
| | | | | | | | | CHARGEBACKS |
| 11931.0000 | 04/16/2010 | 14 | A | 341 | 405.00 | 0.90 | 364.50 | CONFERENCE WITH A. SPIZZ RE: ADJOURNMENT OF |
| | | | | | | | | VARIOUS HEARINGS AND CALLING COURT AND |
| | | | | | | | | PREPARING NOTICE OF ADJOURNMENT (.1); |
| | | | | | | | | TELEPHONE CONFERENCE WITH COURT RE: ADJOURNING |
| | | | | | | | | CERTAIN 4/21 HEARINGS; DRAFT NOTICE OF |
| | | | | | | | | ADJOURNMENT (.3); CONFERENCE WITH A. GOLDSTEIN |
| | | | | | | | | RE: SAMEAND REVISE SAME (.2); COORDINATE |
| | | | | | | | | FILING AND SERVICE OF NOTICE (.1); E-MAILS TO |
| | | | | | | | | CLIENTS AND D. KOZLOWIKI AT FOX RE: VARIOUS |
| | | | | | | | | ADJOURNMENTS (.2) |
| 11931.0000 | 04/16/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO LEVINE RE: CBS OUTDOORS AND E-MAILS |
| | | | | | | | | TO A. GOLDSTEIN RE: SAME |
| 11931.0000 | 04/16/2010 | 14 | A | 1 | 405.00 | 4.50 | 1822.50 | CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION; |
| | | | | | | | | E-MAILS WITH L.M. AND G. LURIE RE: INFORMATION |
| | | | | | | | | NEEDED FOR SAME |
| 11931.0000 | 04/16/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO ARENT FOX RE: PROFESSIONALS |
| 11931.0000 | 04/16/2010 | 14 | A | 341 | 405.00 | 0.40 | 162.00 | CONFERENCE WITH A. SPIZZ RE: VENUE ARGUMENTS |
| | | | | | | | | (.1); CONFERENCE WITH A. GOLDSTEIN RE: VENUE |
| | | | | | | | | ARGUMENTS (.1); CONFERENCE WITH A. SPIZZ RE: |
| | | | | | | | | ARTICLE ON RECENT HOTEL 71 CASE; QUICK REVIEW |
| | | | | | | | | OF ARTICLE AND OBTAIN COPY OF CASE (.2) |
| 11931.0000 | 04/16/2010 | 14 | A | 454 | 405.00 | 1.00 | 405.00 | RESEARCH FOR VENUE OPPOSITION |
| 11931.0000 | 04/16/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW E-MAILS FROM C. MOORMAN AND E-MAILS TO |
| | | | | | | | | C. MOORMAN RE: SAME |
| 11931.0000 | 04/18/2010 | 14 | A | 456 | 405.00 | 0.50 | 202.50 | REVIEW HOTEL 71 CASE RE: ATTACHMENT OF |
| | | | | | | | | INTANGIBLES |
| 11931.0000 | 04/19/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CC - VARIOUS ISSUES |
| | | | | | | | | AND COURT HEARING |
| 11931.0000 | 04/19/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH CLIENT RE: |
| | | | | | | | | LITIGATION, DISTRIBUTION AGREEMENT |
| 11931.0000 | 04/19/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | E-MAIL WITH SPECIAL COUNSEL RE: LITIGATION |
| | | | | | | | | MATTERS PENDING |
| 11931.0000 | 04/19/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR CIT - |
| | | | | | | | | ADJOURN MOTION FOR FINAL HEARING |
| 11931.0000 | 04/19/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH LITIGATION COUNSEL |
| | | | | | | | | REQUESTING R & R IN PRE PETITION LITIGATION |
| 11931.0000 | 04/19/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | DISCUSSION WITH GRAEMA SILBERT RE: OUTSTANDING |
| | | | | | | | | ISSUES - LITIGATION SUMMARY; RECLAMATION |
| | | | | | | | | DEMANDS, ETC. |
| 11931.0000 | 04/19/2010 | 15 | A | 1 | 495.00 | 0.40 | 198.00 | CONFERENCE WITH A. SPIZZ RE: COMMITTEE |
| | | | | | | | | REQUESTS |
| 11931.0000 | 04/19/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CLIENT RE: SCHEDULES |
| | | | | | | | | AND OTHER RELATED MATTERS |
| 11931.0000 | 04/19/2010 | 14 | A | 1 | 405.00 | 6.00 | 2430.00 | CONTINUE TO DRAFT OBJECTION TO VENUE MOTION |
| | | | | | | | | AND ADDITIONAL RESEARCH RE: SAME (5.9); |
| | | | | | | | | E-MAILS WITH C. MOORMAN RE: INFORMATION NEEDED |
| | | | | | | | | FOR OPPOSITION (.1) |
| 11931.0000 | 04/19/2010 | 14 | A | 341 | 405.00 | 0.40 | 162.00 | CONFERENCE WITH A. SPIZZ RE: ACCOUNTANT |
| | | | | | | | | ISSUES; RESEARCH RE: SAME AND 327(e) RETENTION |
| | | | | | | | | FOR AUDIT ONLY; E-MAIL TO A. SPIZZ RE: SAME |
| 11931.0000 | 04/19/2010 | 14 | A | 485 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: |
| | | | | | | | | COMMENTS ON TNSJ RETENTION AND MANDERSON |
| | | | | | | | | RETENTION AND RE: SPEAKING TOMORROW RE: TRAUB |
| | | | | | | | | RETENTION AND ATLAS RETENTION |
| 11931.0000 | 04/20/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE AND E-MAIL WITH CC |

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| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0000 | 04/20/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | COUNSEL RE: VARIOUS LEORIE REJECTION MOTIONS TELEPHONE CONFERENCE WITH CRO - RE: LEASE WOODBURY COMMON, NY - AGREEMENT WITH LL |
| 11931.0000 | 04/20/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | CONFERENCE WITH J. MAKOWER RE: VENUE MOTION MOTION |
| 11931.0000 | 04/20/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | TELEPHONE CONFERENCE WITH SIMON PROP RE: WOODBURY COMMON; RESEARCH; DISCUSSION WITH CLIENT; NEGOTIATE PASS. OF PREMISES AND BUILD OUT |
| 11931.0000 | 04/20/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH ATTORNEY RE: NY LITIGATION GREENE ST. AND SPRING REALTY; REVIEW FILE |
| 11931.0000 | 04/20/2010 | 15 | A 1 | 495.00 | 2.90 | 1435.50 | REVIEW TRAUB APPLICATION; TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: SAME; DISCUSSION WITH CLIENT |
| 11931.0000 | 04/20/2010 | 15 | A 1 | 495.00 | 2.00 | 990.00 | TELEPHONE CONFERENCE WITH U.S. TRUSTEE OFFICE RE: ADDITIONAL COMMENTS TO TRAUB AND ATLAS RETENTION; REVIEW DOCUMENTS |
| 11931.0000 | 04/20/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH ATTORNEY FOR PROSPECTIVE PURCHASER |
| 11931.0000 | 04/20/2010 | 14 | A 456 | 405.00 | 1.50 | 607.50 | REVIEW E-MAILS RE: CUSTOMER INFORMATION FROM C. MOORMAN; FORWARD SAME TO A. SPIZZ AND A. GOLDSTEIN; E-MAIL TO G. SILBERT RE: INFORMATION WE STILL NEED FOR VENUE OPPOSITION; E-MAIL TO J. LOVETT RE: HEARINGS TOMORROW; TELEPHONE CONFERENCE WITH G. SILBERT RE: SAME; E-MAIL TO C. MOORMAN RE: SAME |
| 11931.0000 | 04/20/2010 | 14 | A 341 | 405.00 | 0.60 | 243.00 | CONFERENCE WITH A. GOLDSTEIN RE: CALL FROM ATTORNEY FOR SIMON PROPERTIES RE: WOODBURY COMMONS LEASE AND RE: DOING RESEARCH E SECTION 365(b)(4); RESEARCH RE: SAME |
| 11931.0000 | 04/20/2010 | 14 | A 485 | 405.00 | 0.30 | 121.50 | TELEPHONE CONFERENCE WITH A. SPIZZ, A. GOLDSTEIN AND G. LURIE RE: COMMITTEE'S PROPOSED RETENTION OF FTI, ETC. |
| 11931.0000 | 04/20/2010 | 14 | A 1 | 405.00 | 2.80 | 1134.00 | ADD NEW INFORMATION FROM C. MOORMAN INTO VENUE OPPOSITION AND REVIEW AND REVISE VENUE OPPOSITION (1.8); TELEPHONE CONFERENCE WITH G. SILBERT RE: SALES FIGURES (.2); E-MAILS WITH G. SILBERT AND C. MOORMAN RE: SAME (.1); CONFERENCE WITH A. SPIZZ RE: SAME (.2); TELEPHONE CONFERENCE WITH C. MOORMAN RE: SALES FIGURES (.2); CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME AND RE: CALLING COMMITTEE COUNSEL (.1); REVIEW E-MAILS FROM C. MOORMAN RE: CUSTOMERS (.1); E-MAIL WITH DAVE KOZLOWSKI AT ARENT FOX RE: VENUE OPPOSITION (.1) |
| 11931.0000 | 04/20/2010 | 14 | A 341 | 405.00 | 2.00 | 810.00 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: TRAUB AND (.2); TELEPHONE CONFERENCE WITH M. MARTIN RE: COMMENTS OF L. RIFKIN AND T. DAVIS RE: TNSJ RETENTION AND MANDERSON RETENTION (.4); TELEPHONE CONFERENCE WITH R. MORRISSEY, M. MARTIN AND A. GOLDSTEIN RE: COMMENTS OF L. RIFKIN AND T. DAVIS RE: TRAUB RETENTION AND ATLAS RETENTION (.5); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: RETENTION PAPERS AND INFORMATION TO OBTAIN (.1); REVIEW N NOTES FROM CONFERENCE CALLS WITH U.S. TRUSTEE TODAY (.5); E-MAIL TO C. MANDERSON RE: DRAFTING SUPPLEMENTAL AFFIDAVIT AND REVISED ORDER (.3) |
| 11931.0000 | 04/21/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH DEBTOR -CRO RE: |

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|--|---------------|------|-------------------------|--------|------------------|---------|--|
| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| | | | | | | | DISTRIBUTION AGREEMENT |
| 11931.0000 | 04/21/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH SULLIVAN RE: NDA |
| 11931.0000 | 04/21/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | REVIEW NEW DRAFT OF NDA AND MAKE COMMENTS TO SAME |
| 11931.0000 | 04/21/2010 | 15 | A 1 | 495.00 | 3.40 | 1683.00 | PREPARE FOR AND ATTEND HEARINGS RE: UTILITIES; LEASE REJECTION AND INS. FINANCING; REVISE PROPOSED ORDERS |
| 11931.0000 | 04/21/2010 | 15 | A 1 | 495.00 | 2.70 | 1336.50 | PREPARE FOR AND ATTEND MEETING AT CREDITORS COMMITTEE COUNSEL'S OFFICE RE: CASE ISSUES |
| 11931.0000 | 04/21/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | PARTICIPATE IN TELEPHONE CONFERENCE WITH ATLAS (STEINBERG) |
| 11931.0000 | 04/21/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | REVIEW PROPOSAL FROM 3rd PARTY |
| 11931.0000 | 04/21/2010 | 14 | A 452 | 405.00 | 8.80 | 3564.00 | E-MAILS WITH TRAUB, ATLAS AND MANDERSN RE: RETENTION ISSUES RAISED BY U.S. TRUSTEE; CONFERENCES WITH A. SPIZZ RE: LIGHTSHIP AND E-MAILS RE: SAME; RESEARCH RE: SECTION 504 ISSUE; CONFERENCES WITH A. SPIZZ RE: SECTION 504 ISSUES; RESEARCH RE: SECTION 328; CONFERENCES WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME; E-MAILS AND TELEPHONE CONFERENCE WITH A. HAFKIN AT TRAUB RE: ADDITIONAL INFORMATION NEEDED; E-MAILS AND TELEPHONE CONFERENCE WITH N. ENTHOVEN RE: MORE DISCLOSURE REQUIRED BY U.S. TRUSTEE; E-MAIL FEE GUIDELINES TO ENTHOVEN AND HAFKIN; E-MAILS WITH C. MANDERSON RE: RETENTION AND SUPPLEMENTAL AFFIDAVIT NEEDED; E-MAILS WITH R. MORRISSEY RE: SECTION 330 REVIEW IN CHRYSLER CASE; REVIEW AND REVISE RETENTION APPLICATIONS, AFFIDAVITS AND PROPOSED ORDERS FOR ATLAS, TRAUB, MANDERSON AND TNSJ; E-MAILS WITH R. MORRISSEY AND M. MARTIN RE: SAME |
| 11931.0000 | 04/22/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | 3 TELEPHONE CONFERENCES WITH CRO - AGREEMENT ON DISTRIBUTION CONTRACT |
| 11931.0000 | 04/22/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW CONFIDENTIALITY AGREEMENT WITH COMM. |
| 11931.0000 | 04/22/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | REVIEW ENGAGEMENT APPLICATIONS FOR ATLAS AND TRAUB |
| 11931.0000 | 04/22/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | TELEPHONE CONFERENCES WITH CLIENT RE: MISCELLANEOUS BUSINESS MATTERS |
| 11931.0000 | 04/22/2010 | 14 | A 450 | 405.00 | 10.20 | 4131.00 | PREPARATION OF RETENTION PAPERS |
| 11931.0000 | 04/23/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | REVISE NEW PACIFIC STIPULATION |
| 11931.0000 | 04/23/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW AND REVISE CONFIDENTIALITY AGREEMENT; E-MAILS TO CLIENT |
| 11931.0000 | 04/23/2010 | 14 | A 341 | 405.00 | 0.70 | 283.50 | CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: ADJOURNING CERTAIN 4/21 HEARINGS (.1); TELEPHONE CONFERENCES (2) WITH LAW CLERK RE: ADJOURNING OF THE 6 HEARINGS SCHEDULED FOR 4/21 (.2); DRAFT NOTICE OF ADJOURNMENT (.3); E-MAILS WITH ARENT FOX AND U.S. TRUSTEE RE: ADJOURNMENTS (.1) |
| 11931.0000 | 04/23/2010 | 14 | A 361 | 405.00 | 0.30 | 121.50 | E-MAIL TO U.S. TRUSTEE RE: REVISED ATLAS ORDER; E-MAILS WITH SULLIVAN AT ARENT FOX RE: ATLAS PAPERS |
| 11931.0000 | 04/23/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | REVIEW LATEST DRAFT OF CONFIDENTIALITY WITH CC |
| 11931.0000 | 04/25/2010 | 14 | A 454 | 405.00 | 0.50 | 202.50 | RESEARCH RE: RETENTION OF SPECIAL CORPORATE COUNSEL UNDER SECTION 327(e); E-MAILS TO A. SPIZZ RE: SAME |
| 11931.0000 | 04/26/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH SILBERT RE: SCHEDULES TO BE COMPLETED |
| 11931.0000 | 04/26/2010 | 14 | A 361 | 405.00 | 11.50 | 4657.50 | E-MAIL TO A. SPIZZ RE: SULLIVAN'S COMMENTS RE: |

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| Client ID 11931.0000 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | ATLAS ENGAGEMENT AGREEMENT; E-MAILS WITH A. SPIZZ RE: MANDERSON RETENTION ISSUES; CONFERENCE WITH A. SPIZZ RE: SAME; E-MAILS WITH JULIAN STEINBERG RE: AMENDED AFFIDAVIT; REVISE MANDERSON PAPERS; E-MAILS WITH U.S. TRUSTEE RE: SAME; CONFERENCE CALL WITH U.S. TRUSTEE RE: RETENTION PAPERS; TELEPHONE CONFERENCE WITH RENERT RE: ATLAS ENGAGEMENT; TELEPHONE CONFERENCE WITH R. MORRISSEY; CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME; REVISE RETENTION PAPERS; REVIEW E-MAIL FROM ARENT FOX RE: OBJECTIONS TO ENGAGEMENT AGREEMENT AND QUESTIONS RE: SAME |
| 11931.0000 | 04/26/2010 | 14 | A | 361 | 405.00 | 0.70 | 283.50 | E-MAILS AND MEMO TO A. SPIZZ SUMMARIZING CASES IN WHICH CORPORATE COUNSEL WAS RETAINER (FOR MANDERSON RETENTION HEARING) |
| 11931.0000 | 04/27/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH G. SILBERT RE: SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS |
| 11931.0000 | 04/27/2010 | 15 | A | 1 | 495.00 | 1.10 | 544.50 | REVIEW CIT PROPOSED FINAL ORDER |
| 11931.0000 | 04/27/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | REVIEW APPLICATIONS FOR RETENTION OF PROFESSIONALS; TELEPHONE CONFERENCES WITH VARIOUS PARTIES; FUTHER REVISIONS |
| 11931.0000 | 04/27/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | PREPARE FOR THURSDAY HEARINGS |
| 11931.0000 | 04/27/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | PREPARE FOR COURT HEARING SCHEDULED FOR 4/28/10 |
| 11931.0000 | 04/27/2010 | 14 | A | 341 | 405.00 | 10.50 | 4252.50 | NUMEROUS CONFERENCES AND TELEPHONE CONFERENCES AND E-MAILS RE: RETENTION ISSUES; REVISE RETENTION ORDERS; TELEPHONE CONFERENCES WITH R. MORRISSEY; TELEPHONE CONFERENCES WITH C. MANDERSON; E-MAIL TO JUDGE RE: BLACKLINED AND CLEAN PROPOSED ORDERS FOR ALL RETENTION APPLICATIONS; CONFERENCES RE: AMENDING ATLAS ENGAGEMENT AGREEMENT; E-MAILS WITH C. MANDERSON; E-MAIL ATLAS AMENDED ENGAGEMENT LETTER TO JUDGE; REVIEW U.S. TRUSTEE'S OBJECTIONS TO MANDERSON RETENTION |
| 11931.0000 | 04/28/2010 | 15 | A | 1 | 495.00 | 2.10 | 1039.50 | TELEPHONE CONFERENCES WITH CLIENTS RE: INFORMATION NEEDED FOR SCHEDULES; REVIEW INFORMATION REVISED |
| 11931.0000 | 04/28/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | REVIEW COMMENTS TO CONFIDENTIALITY AGREEMENT |
| 11931.0000 | 04/29/2010 | 15 | A | 1 | 495.00 | 2.90 | 1435.50 | REVIEW INFORMATION FOR PREPARATION OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS |
| 11931.0000 | 04/29/2010 | 15 | A | 1 | 495.00 | 0.90 | 445.50 | TELEPHONE CONFERENCES WITH LAUFER RE: SHIPPER; TELEPHONE CONFERENCE WITH CLIENT RE: SAME |
| 11931.0000 | 04/29/2010 | 15 | A | 1 | 495.00 | 0.90 | 445.50 | TELEPHONE CONFERENCES WITH CLIENT AND BDO RE: INSURANCE CLAIMS REPORT |
| 11931.0000 | 04/29/2010 | 14 | A | 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. GOLDSTEIN RE: ISSUES RE: MOSS ADAMS; E-MAILS TO A. GOLDSTEIN RE: SAME |
| 11931.0000 | 04/30/2010 | 14 | A | 341 | 405.00 | 4.80 | 1944.00 | CONFERENCES WITH A. GOLDSTEIN RE: STATUS OF DISTRIBUTION AGREEMENT AND ATLAS AGREEMENT (.2); TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND R. MORRISSEY RE: MANDERSON REVISED RETENTION ORDER (.2); TELEPHONE CONFERENCE WITH LAW CLERK RE: SUBMITTING REVISED MANDERSON RETENTION ORDER AND E-MAIL SAME TO CHAMBERS RE: SAME (.3); TELEPHONE CONFERENCE WITH C. MANDERSON RE: RETENTION AND RE: MOSS ADAMS (ACCOUNTANT) AND AUDIT AND POSSIBLE ASSIGNMENT OF ROBERTSON LEASE (.3); CONFERENCE WITH A. GOLDSTEIN RE: SAME (.1); CONFERENCE |

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| Client ID 11931.0000 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| | | | | | | | | WITH A. GOLDSTEIN RE: WOODBURY COMMON LEASE AND PREPARING STIPULATION RE: ADDITIONAL SECURITY FOR LANDLORD AND REVIEW E-MAIL BETWEEN A. GOLDSTEIN AND LANDLORD RE: SAME (.3); DRAFT STIPULATION (.5); DRAFT PROPOSED ORDER FOR APPROVAL OF AMENDED DISTRIBUTION AGREEMENT (.4); ATTEND CONFERENCE CALL WTH A. GOLDSTEIN, FTI, G. LURIE, J. SULLIVAN RE: AMENDED DISTRIBUTION AGREEMENT AND RETENTION OF FTI (1.0); TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND G. LURIE RE: FTI (.2); REVIEW SCHEDULES OF R&R AND TR AND CONFERENCE WITH A. GOLDSTEIN RE: SAME;REVISE SAME (.8); DRAFT MOTION FOR APPROVAL OF AMENDED DISTRIBUTION AGREEMENT (.5) |
| 11931.0000 | 04/30/2010 | 15 | A | 1 | 495.00 | 1.70 | 841.50 | TELEPHONE CONFERENCE WITH CLIENT RE: DISTRIBUTION AGREEMENT; TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS RE: SAME |
| 11931.0000 | 04/30/2010 | 15 | A | 1 | 495.00 | 1.80 | 891.00 | NUMEROUS TELEPHONE CONFERENCES WITH G. SILBERT; MICHAEL BALL RE: PREPARATIONS OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS |
| 11931.0000 | 04/30/2010 | 15 | A | 1 | 495.00 | 2.90 | 1435.50 | PREPARATION OF SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS |
| 11931.0000 | 04/30/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCES WITH RKF ATTORNEY (JEFF KAPOR) RE: DISTRIBUTION AGREEMENT; REVISIONS |
| 11931.0000 | 04/30/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | REVIEW AND REVISE STIPULATION RE: WOODBURY COMMONS LEASE |
| 11931.0000 | 05/03/2010 | 15 | A | 1 | 495.00 | 3.00 | 1485.00 | REVIEW AND REVISE SCHEDULES AND STATEMENTS OF FINANCIAL AFFAIRS; ARRANGE FOR FILING |
| 11931.0000 | 05/03/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCES WITH G. SILBERT RE: MISCELLANEOUS MATTERS; SHIPPING CHARGES ET AL.; REVIEW AND REVISE PROPOSED STIPULATION |
| 11931.0000 | 05/03/2010 | 14 | A | 341 | 405.00 | 3.30 | 1336.50 | CONFERENCE WITH B. GONSALVES RE: PREPARING SCHEDULE F FOR R&R AND TRIPLE R AND E-MAILS WITH B. GONSALVES AND A. GOLDSTEIN RE: SAME; REVIEW AND REVISE SCHEDULE G AND REVISE SCHEDULE F FOR BOTH DEBTORS TO ADD MISSING LANDLORDS; REVIEW AND REVISE SCHEDULES B, D AND H FOR BOTH DEBTORS; REVIEW AND REVISE STATEMENT OF FINANCIAL AFFAIRS FOR BOTH DEBTORS; CONFERENCE WITH A. GOLDSTEIN RE: REVISIONS |
| 11931.0000 | 05/03/2010 | 14 | A | 485 | 405.00 | 0.30 | 121.50 | TELEPHONE CONFERENCES (3) WITH CHAMBERS TO GET ADJOURNED HEARING DATE FOR 5/6 MOTIONS; CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0000 | 05/04/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH CLIENT RE: SCHEDULES |
| 11931.0000 | 05/04/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | CONFERENCE WITH J. MAKOWER RE: REVIEW MOTIONS TO BE DRAFTED |
| 11931.0000 | 05/04/2010 | 14 | A | 341 | 405.00 | 0.90 | 364.50 | CONFERENCE WITH A. GOLDSTEIN RE: ATLAS AND FACTORING ORDER AND REVIEW E-MAILS RE: SAME (.2); CONFERENCE WITH A. GOLDSTEIN RE: ADJOURNING TO 5/26 AT 10:00 AM AND DRAFT NOTICE OF ADJOURNMENT (.3); DRAFT LETTER TO ENCLOSING NOTICE OF ADJOURNMENT (.2); REVISE CHART OF DATES AND DEADLINES AND MOTIONS (.2) |
| 11931.0000 | 05/04/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | UPDATE CHART OF BANKRUPTCY DEADLINES |
| 11931.0000 | 05/05/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAILS WITH CC RE: AGENDA FOR MEETING |
| 11931.0000 | 05/05/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | TELEPHONE CONFERENCES WITH CLIENT RE: MOTIONS TO BE PREPARED |
| 11931.0000 | 05/05/2010 | 14 | A | 485 | 405.00 | 0.10 | 40.50 | TELEPHONE CONFERENCE WITH LAW CLERK RE: |

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| Client ID 11931.0000 | ROCK | | | & REPUBLIC ENTERPRISES, INC. | | | | |
| | | | | | | | | ADJOURNMENT OF ALL 4 HEARINGS TO 5/26 AT 10:00 A.M. |
| 11931.0000 | 05/05/2010 | 14 | A | 485 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: ROBERTSON LEASE AND MOSS ADAMS AND E-MAIL TO C. MANDERSON RE: SAME |
| 11931.0000 | 05/05/2010 | 14 | A | 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. GOLDSTEIN RE: STATUS AND MOTIONS WE NEED TO PREPARE AND FILE |
| 11931.0000 | 05/05/2010 | 14 | A | 485 | 405.00 | 0.10 | 40.50 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: STATUS AND CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0000 | 05/06/2010 | 3 | A | 1 | 520.00 | 3.00 | 1560.00 | PREPARE FOR AND ATTEND MEETING WITH CC AND COUNSEL |
| 11931.0000 | 05/06/2010 | 15 | A | 1 | 495.00 | 0.40 | 198.00 | E-MAIL WITH CLIENT RE: INFORMATION FOR MEETING NEXT WEEK WITH U.S. TRUSTEE |
| 11931.0000 | 05/06/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | REVIEW REVISED ENGAGEMENT LETTER WITH ATLAS; TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL |
| 11931.0000 | 05/06/2010 | 14 | A | 1 | 405.00 | 0.50 | 202.50 | REVISE CHART OF MOTIONS AND HEARING DATES (.2); CONFERENCE WITH A. GOLDSTEIN RE: SAME AND DOING 2 MOTIONS BY NOTICE OF PRESENTMENT IF COMMITTEE CONSENTS (.2); REVISE CHART (.1) |
| 11931.0000 | 05/06/2010 | 14 | A | 456 | 405.00 | 0.30 | 121.50 | REVIEW STIPULATION WITH NEW PACIFIC; E-MAILS TO A. GOLDSTEIN RE: SCHEDULE B OF SCHEDULES; CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0000 | 05/07/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH G. LURIE, CRO RE: PENDING MATTERS RE: BLUESTAR, INVESTOR, RKF |
| 11931.0000 | 05/07/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | REVIEW INFORMATION FOR U.S. TRUSTEE'S MEETING SCHEDULED FOR NEXT WEEK |
| 11931.0000 | 05/07/2010 | 14 | A | 341 | 405.00 | 0.30 | 121.50 | CONFERENCE WITH A. GOLDSTEIN RE: INTERIM FEE ORDER; TELEPHONE CONFERENCE WITH J. LISI RE: SAME |
| 11931.0000 | 05/07/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO A. GOLDSTEIN RE: M. BALL GUARANTEE; E-MAILS WITH PARALEGAL AT COLEMAN FROST FOR COPY OF GUARANTEE |
| 11931.0000 | 05/08/2010 | 14 | A | 456 | 405.00 | 0.40 | 162.00 | REVIEW M. BALL'S GUARANTEE OF NEW PACIFIC LEASE; E-MAIL TO A. GOLDSTEIN RE: SAME AND RETAINER AGREEMENT RELATED ISSUES |
| 11931.0000 | 05/10/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | REVIEW DOCUMENTS FOR U.S. TRUSTEE MEETING SCHEDULED FOR TUES (5/11) |
| 11931.0000 | 05/11/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | CONFERENCE WITH CLIENT RE: MISCELLANEOUS MATTERS |
| 11931.0000 | 05/11/2010 | 15 | A | 1 | 495.00 | 1.50 | 742.50 | MEETING WITH U.S. TRUSTEE'S OFFICE RE: INITIAL DEBTOR CONFERENCE; TRAVEL TO AND FROM COURT |
| 11931.0000 | 05/11/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCES WITH CLIENT RE: MISCELLANEOUS MATTERS |
| 11931.0000 | 05/11/2010 | 4 | A | 1 | 495.00 | 0.75 | 371.25 | CONFERENCES WITH M. TODTMAN AND A. SPIZZ; TAX RESEARCH |
| 11931.0000 | 05/11/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO A. GOLDSTEIN AND C. MANDERSON RE: AUDIT |
| 11931.0000 | 05/11/2010 | 14 | A | 456 | 405.00 | 0.20 | 81.00 | REVIEW E-MAIL FROM M. HUGHES RE: ENGAGEMENT LETTERS FOR AUDIT; E-MAILS TO A. SPIZZ AND A. GOLDSTEIN RE: SAME |
| 11931.0000 | 05/11/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW E-MAILS RE: WOODBURY COMMONS STIPULATION |
| 11931.0000 | 05/12/2010 | 15 | A | 1 | 495.00 | 0.40 | 198.00 | REVIEW COMMITTEE BY LAWS RE: GUIDELINES TO LIMIT DISCLOSURE |
| 11931.0000 | 05/12/2010 | 4 | A | 1 | 495.00 | 2.00 | 990.00 | TAX RESEARCH AND PLANNING; PREPARE MEMO |
| 11931.0000 | 05/14/2010 | 14 | A | 357 | 405.00 | 0.70 | 283.50 | DRAFT LETTERS TO JUDGE ENCLOSING THE 4 MOTIONS WE FILED YESTERDAY AND REVIEW AND REVISE AFFIDAVITS OF SERVICE |
| 11931.0000 | 05/20/2010 | 3 | A | 1 | 520.00 | 1.20 | 624.00 | REVIEW OPERATING REPORT FOR APRIL 2010 |

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| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0000 | 05/20/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CFO RE: OPERATING REPORTS |
| 11931.0000 | 05/20/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH CLIENT RE: OPERATING REPORTS |
| 11931.0000 | 05/21/2010 | 14 | A 341 | 405.00 | 0.70 | 283.50 | CONFERENCE WITH A. GOLDSTEIN RE: HEARINGS ON 5/26 (.2); REVISE LIST OF DATES AND DEADLINES (.3); PREPARE CERTAIN ORDERS TO BRING TO COURT ON 5/26 (.2) |
| 11931.0000 | 05/24/2010 | 14 | A 341 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN RE: PREPARING FILE FOR HEARINGS ON 5/26 |
| 11931.0000 | 05/25/2010 | 14 | A 454 | 405.00 | 2.00 | 810.00 | RESEARCH ON ISSUE RE: PARTIES WHO JOINED IN VENUE MOTION (1.3); E-MAILS TO A. GOLDSTEIN AND A. SPIZZ TO SUMMARIZE CASES (.4); CONFERENCE WITH A. GOLDSTEIN RE: SAME (.2) |
| 11931.0000 | 05/25/2010 | 14 | A 450 | 405.00 | 1.10 | 445.50 | PREPARATION OF FILES FOR HEARING TOMORROW; ARRANGE FOR PROPOSED ORDERS TO BE COPIED AND PUT ON DISKS; CONFERENCE WITH A. GOLDSTEIN RE: SAME (1.0); CONFERENCE WITH A. GOLDSTEIN RE: BANK ACCOUNT ORDER AND MAKE DISK (.1) |
| 11931.0000 | 05/25/2010 | 15 | A 1 | 495.00 | 1.50 | 742.50 | PREPARE FOR WED. HEARING |
| 11931.0000 | 05/26/2010 | 15 | A 1 | 495.00 | 5.00 | 2475.00 | PREPARE FOR AND ATTEND COURT HEARINGS; FACTORING AGREEMENT; DISCLOSURE AGREEMENT ASSUMPTION.; RETENTION APPLICATION ET AL.; MEETING WITH CRO |
| 11931.0000 | 05/26/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | ARRANGE FOR E-MAIL SERVICE OF ENTERED ORDERS; REVIEW ENTERED ORDERS |
| 11931.0000 | 05/26/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | CONFERENCE WITH CLIENT |
| 11931.0000 | 05/26/2010 | 3 | A 1 | 520.00 | 2.00 | 1040.00 | ATTEND HEARING IN BANKRUPTCY COURT ON VARIOUS MOTIONS |
| 11931.0000 | 05/26/2010 | 14 | A 341 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH B. GONSALVES RE: COMPILING DOCUMENTS FOR A. GOLDSTEIN FOR HEARINGS THIS MORNING |
| 11931.0000 | 06/01/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR RE: REVISED LETTER OF INTENT |
| 11931.0000 | 06/01/2010 | 3 | A 1 | 520.00 | 6.00 | 3120.00 | REVISE BLUE STAR LETTER OF INTENT AND TELEPHONE CONFERENCE WITH CLIENT AND FA |
| 11931.0000 | 06/02/2010 | 3 | A 1 | 520.00 | 1.20 | 624.00 | REVIEW COMMENTS BY BLUE STAR'S ATTORNEY AND TELEPHONE CONFERENCE WITH CLIENT |
| 11931.0000 | 06/02/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH BLUE STAR'S ATTORNEY RE: REVISIONS TO LETTER OF INTENT |
| 11931.0000 | 06/02/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH DEBTOR'S CFO AND CRO RE: AMERICAN EXPRESS |
| 11931.0000 | 06/02/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH ATTORNEY FOR INTERVIEW INC. RE: ACTION COMMENCED IN STATE COURT; E-MAIL TO ATTORNEY |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR RE: LETTER OF INTENT |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO RE: LETTER OF INTENT AND 341 MEETING |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO, FA AND MANDELSEN RE: BLUE STAR LETTER OF INTENT |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 1.50 | 780.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR AND FURTHER REVISIONS TO LETTER OF INTENT |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH M. HUGHES RE: OBJECTION TO MA RETENTION BY CC |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | REVIEW M.B. PROPOSAL STANDSTILL AGREEMENT SENT BY BLUE STAR AND E-MAIL WITH CLIENT |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH CRO RE: BLUE STAR TRANSACTION |
| 11931.0000 | 06/03/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAIL TO CRO, STEINBERG, M.B. AND CM RE: |

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| Client ID 11931.0000 | ROCK | | & REPUBLIC ENTERPRISES, INC. | | | | |
| 11931.0000 | 06/03/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | REVISIONS TO LETTER OF INTENT TELEPHONE CONFERENCE WITH COMM. COUNSEL RE: COMMENTS TO PROPOSED BAR DATE ORDER; RESEARCH |
| 11931.0000 | 06/04/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCES WITH CLIENTS RE: SCHEDULE OF EMPLOYEES FOR MATRIX; MISSING INFORMATION |
| 11931.0000 | 06/04/2010 | 15 | A 1 | 495.00 | 3.50 | 1732.50 | REVIEW FOR AND ATTEND 341 MEETING AT 80 BROAD ST. |
| 11931.0000 | 06/04/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | E-MAILS AND TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR AND CLIENT RE: REVISED LETTER OF INTENT |
| 11931.0000 | 06/07/2010 | 15 | A 1 | 495.00 | 1.30 | 643.50 | REVIEW AMENDED DISTRIBUTION AGREEMENT - EXHIBITS; TELEPHONE CONFERENCE WITH CLIENT |
| 11931.0000 | 06/08/2010 | 15 | A 1 | 495.00 | 1.90 | 940.50 | REVIEW FILE; TELEPHONE CONFERENCE WITH CO-COUNSEL IN CAL.; PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL; TELEPHONE CONFERENCE WITH NEW PACIFIC RODEO COUNSEL RE: MOTION TO MODIFY STAY |
| 11931.0000 | 06/09/2010 | 14 | A 456 | 405.00 | 0.10 | 40.50 | REVIEW DOCKET ENTRIES POSTED TODAY |
| 11931.0000 | 06/10/2010 | 14 | A 1 | 405.00 | 1.10 | 445.50 | ATTEND CONFERENCE CALL WITH A. GOLDSTEIN, A. SPIZZ, J. STERLING, G. LURIE AND C. MOORMAN |
| 11931.0000 | 06/11/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: TRADEMARKS |
| 11931.0000 | 06/11/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH S. NOBLES RE: STATUS OF BAR DATE NOTICE; REVIEW E-MAIL FROM DONLIN RELANO; E-MAIL TO C. MANDERSON RE: PROOF OF CLAIM FORM FOR U.S. DEPT. OF LABOR |
| 11931.0000 | 06/16/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW LEASE REF. SCHEDULE; REVISE |
| 11931.0000 | 06/17/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW ARMSTRONG E-MAIL; DRAFT E-MAIL TO COMMITTEE COUNSEL |
| 11931.0000 | 06/17/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | REVIEW 2011 PROJECTION SENT BY CFO |
| 11931.0000 | 06/17/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO RE: 2011 PROJECTION |
| 11931.0000 | 06/20/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | E-MAIL TO DEBTOR TO SET UP TELEPHONE CONFERENCE WITH PROFESSIONALS RE: TELEPHONE CONFERENCE WITH CREDITORS COMMITTEE |
| 11931.0000 | 06/22/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH PROSPECTIVE PURCHASER AND PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0000 | 06/23/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR AMEX RE: CANCELLATION OF ACCOUNTS |
| 11931.0000 | 06/23/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH G. SILBERT RE: CASH FLOW BUDGET |
| 11931.0000 | 06/23/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | CONFERENCE WITH A. SPIZZ RE: SCHEDULED MEETING FOR TODAY |
| 11931.0000 | 06/23/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | PARTICIPATE IN TELEPHONE CONFERENCE WITH DEBTOR PROFESSIONALS RE: DISCUSS PLAN OPTIONS AND LETTER OF INTENT |
| 11931.0000 | 06/23/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | REVIEW VF COMMENTS TO NDA |
| 11931.0000 | 06/28/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH CEO RE: PAYMENT OF PROFESSIONALS PER BUDGET |
| 11931.0000 | 06/30/2010 | 2 | A 1 | 540.00 | 0.20 | 108.00 | CONFERENCE WITH A. GOLDSTEIN RE: RECORDED OFFER OF PURCHASE OF IP |
| 11931.0000 | 07/06/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CFO RE: MONTHLY FORECASTS |
| 11931.0000 | 07/07/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CFO RE: PAYMENTS OF PROFESSIONALS UNDER COMPENSATION ORDER |
| 11931.0000 | 07/07/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | CONFERENCE WITH A. GOLDSTEIN AND REVIEW OF LETTER OF CREDIT ON CORP. HEADQUARTERS |
| 11931.0000 | 07/07/2010 | 15 | A 1 | 495.00 | 1.10 | 544.50 | REVIEW SCHEDULES; E-MAILS TO CLIENT RE: SAME |

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| Client ID 11931.0000 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0000 | 07/08/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | E-MAIL TO AF & FTI RE: MONTHLY FEE COLLECTION FOR CREDITORS COMMITTEE PROFESSIONALS |
| 11931.0000 | 07/09/2010 | 3 | A 1 | 520.00 | 1.20 | 624.00 | REVIEW MOTION AND PROPOSAL ORDER FILE BY CREDITORS COMMITTEE - CLARIFYING INFORMATION DISCLOSURE REQUIREMENT |
| 11931.0000 | 07/09/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: DISTRIBUTION AGREEMENT ISSUES |
| 11931.0000 | 07/12/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | REVIEW INVENTORY FIGURES SENT BY CFO |
| 11931.0000 | 07/12/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS |
| 11931.0000 | 07/13/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | CONFERENCE WITH A. SPIZZ RE: DISCUSS CASE STATUS |
| 11931.0000 | 07/14/2010 | 20 | A 1 | 490.00 | 0.20 | 98.00 | IN OFFICE CONFERENCE WITH A. GOLDSTEIN RE: NOTICE OF FEE INCREASE AND MEDIATION ORDER AND RETRIEVE SAME. |
| 11931.0000 | 07/15/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | CONFERENCE WITH CRO RE: DISTRIBUTION AGREEMENT ISSUES, POTENTIAL INVESTORS, CASH FLOW, AGREEMENT ON EXCLUSIVITY |
| 11931.0000 | 07/15/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | REVISE CALLY STIPULATION TO LIFT STAY |
| 11931.0000 | 07/15/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL RE: EXCLUSIVITY; DISCUSSION WITH CLIENT |
| 11931.0000 | 07/16/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | REVIEW PROPOSED PROTECTIVE ORDER SUBMITTED BY THE COMMITTEE COUNSEL |
| 11931.0000 | 07/16/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | REVIEW DEBTOR'S OPERATING REPORTS FOR JUNE |
| 11931.0000 | 07/16/2010 | 14 | A 1 | 405.00 | 0.30 | 121.50 | REVIEW EXTENSION OF EXCLUSIVITY MOTION AND RESPONSE OF RKF |
| 11931.0000 | 07/20/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: VARIOUS ISSUES INCLUDING AMEX, CBS BILLBOARD AND DISTRIBUTION AGREEMENT |
| 11931.0000 | 07/20/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: FEE STATEMENT; E-FILE AND SERVE FEE STATEMENT FROM HOME FOR MANDERSON; EMAILS TO MANDERSON CONFIRMING FILING AND SERVICE |
| 11931.0000 | 07/26/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. SPIZZ RE: ARTICLES OF INCORPORATION; EMAIL TO A. SPIZZ RE: SAME |
| 11931.0000 | 07/27/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | EMAILS WITH J. LISI RE: ATLAS INVOICE; EMAIL TO A. SPIZZ RE: SAME |
| 11931.0000 | 07/27/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR POTENTIAL PURCHASER RE: TERMS OF NDA |
| 11931.0000 | 07/27/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH J. SULLIVAN RE: ISSUES RAISED BY CREDITORS COMMITTEE |
| 11931.0000 | 07/28/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: CONVERSATION WITH COMMITTEE COUNSEL |
| 11931.0000 | 07/28/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CRO AND GREENE SETTLEMENT RE: INFORMATION TO CREDITORS COMMITTEE |
| 11931.0000 | 07/28/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | REVIEW FINANCIAL INFORMATION REQUESTED BY AND SENT TO FTT BY DEBTOR |
| 11931.0000 | 07/28/2010 | 3 | A 1 | 520.00 | 0.20 | 104.00 | E-MAIL WITH SULLIVAN RE: INFORMATION REQUESTED BY FTI |
| 11931.0000 | 07/28/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | E-MAILS WITH CRO, ATLAS AND MANDERSON RE: INVESTOR OPTIONS |
| 11931.0000 | 07/29/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW AND REVISE GREENE ST. STIPULATION |
| 11931.0000 | 07/29/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH CRO RE: NPR, INVESTOR OPTIONS, DISTRIBUTION AGREEMENT ISSUES |
| 11931.0000 | 07/29/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | STATUS CONFERENCE WITH CRO - COMMITTEE'S AGENDA FOR 8/3 TELEPHONE CONFERENCE |
| 11931.0000 | 07/29/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH CRO, ATLAS, MANDERSON RE: TELEPHONE CONFERENCE WITH |

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| Client ID 11931.0000 | | ROCK & REPUBLIC ENTERPRISES, INC. | | | | |
| 11931.0000 | 07/29/2010 | 14 A 1 | 405.00 | 0.10 | 40.50 | COMMITTEE EMAILS WITH C. MANDERSON RE: WILLIAM MORRIS AGENCY; EMAIL TO DENLIN RECARO RE: WHETHER A CLAIM WAS FILED |
| 11931.0000 | 07/30/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH DEBTOR AND ALL PROFESSIONALS RE: AGENDA FOR CREDITORS COMMITTEE MEETING |
| Total for Client ID 11931.0000 | | | Billable | 349.75 | 162525.75 | ROCK & REPUBLIC ENTERPRISES, INC RE: CASE ADMINISTRATION |

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| Client ID 11931.0001 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0001 | 04/05/2010 | 15 | A 1 | 495.00 | 1.50 | 742.50 | REVIEW AND REVISE INTERM FACTORING ORDER; E-MAIL TO RESPECTIVE PARTIES; FINALIZE AND E-MAIL TO COURT |
| 11931.0001 | 05/02/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | REVIEW REVISED ORDERS RE: CIT FACTORING AND KORAL DISCLOSURE STATEMENT AGREEMENT |
| 11931.0001 | 05/03/2010 | 14 | A 485 | 405.00 | 0.50 | 202.50 | TELEPHONE CONFERENCE CALL WITH A. GOLDSTEIN, V. DURRER, J. KAPOR RE: FINAL FACTORING ORDER, ETC. |
| 11931.0001 | 05/03/2010 | 14 | A 485 | 405.00 | 0.50 | 202.50 | TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND J. SULLIVAN RE: ADJOURNMENT AND BANK ACCOUNT ORDER; DRAFT PROPOSED FINAL BANK ACCOUNT ORDER; E-MAIL SAME TO R. MORRISSEY |
| 11931.0001 | 05/03/2010 | 15 | A 1 | 495.00 | 1.80 | 891.00 | REVIEW AND REVISE CIT FINAL ORDER; TELEPHONE CONFERENCE WITH RKF'S ATTORNEYS RE: REVISIONS |
| 11931.0001 | 05/04/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCES WITH COUNSEL FOR CIT AND COMM. RE: ADJ. MOTIONS SCHEDULES FOR 5/7; REVIEW CIT INT. ORDER TO CONFIRM APPLICATIONS |
| 11931.0001 | 05/05/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH CRO RE: DISCUSSIONS WITH SECURED LENDER |
| 11931.0001 | 05/13/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH COUNSEL FOR CIT RE: FINAL ORDER - BUDGET |
| 11931.0001 | 05/17/2010 | 15 | A 1 | 495.00 | 1.10 | 544.50 | REVIEW REVISED FINAL FINANCING ORDER WITH CIT & RKF; REVIEW FILE |
| 11931.0001 | 05/18/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH COMM. COUNSEL AND COUNSEL FOR RKF RE: CIT ORDER; TELEPHONE CONFERENCE WITH ATTORNEY FOR KORAL |
| 11931.0001 | 05/21/2010 | 15 | A 1 | 495.00 | 1.10 | 544.50 | TELEPHONE CONFERENCE WITH CIT COUNSEL; REVIEW BUDGET AND DISCUSSION WITH CLIENT AND CIT; REVIEW FINAL ORDER |
| 11931.0001 | 05/24/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: BUDGET FOR CIT ORDER |
| 11931.0001 | 05/24/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | REVIEW CHANGES TO FACTORING ORDER PROPOSED BY CC AND TELEPHONE CONFERENCE WITH CIT'S COUNSEL |
| 11931.0001 | 05/24/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | REVIEW OPERATING BUDGET FOR FINAL FINANCING ORDER |
| 11931.0001 | 05/24/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | REVIEW REVISED CIT ORDER; REVIEW FILE |
| 11931.0001 | 05/24/2010 | 15 | A 1 | 495.00 | 1.70 | 841.50 | REVIEW AND REVISE PROPOSED BUDGET; DISCUSSIONS WITH CLIENT RE: SAME |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | REVIEW LIMITED OBJECTION FILED BY CC TO FACTORING AGREEMENT |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR CIT RE: OBJECTIONS OF CC |
| 11931.0001 | 05/25/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW LIMITED OBJECTION FILED BY COMMITTEE |
| 11931.0001 | 05/25/2010 | 15 | A 1 | 495.00 | 4.50 | 2227.50 | NUMEROUS TELEPHONE CONFERENCES WITH COMM. COUNSEL; CIT COUNSEL; RKF COUNSEL RE: FACTORING AGREEMENT ORDER; REVISIONS TO ORDER AND EXHIBITS |
| 11931.0001 | 05/25/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | REVIEW DRAFT OF BUDGET; DISCUSSION WITH CLIENTS RE: EX. TO CIT ORDER |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH CREDITORS COMMITTEE, RKF RE: OBJECTIONS TO FACTORING ORDER |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: REVISED BUDGET FOR FACTORING ORDER |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 1.20 | 624.00 | REVIEW REVISED FINAL ORDER APPROVING FACTORING AGREEMENT (.8); TELEPHONE CONFERENCE WITH DEBTOR CONCERNING CHANGES (.4) |
| 11931.0001 | 05/25/2010 | 3 | A 1 | 520.00 | 4.00 | 2080.00 | VARIOUS CONFERENCES AND TELEPHONE CONFERENCES WITH ATTORNEYS FOR CIT, CC AND RKF RE: FINAL FACTORING ORDER AND BUDGET |
| 11931.0001 | 05/25/2010 | 14 | A 1 | 405.00 | 0.60 | 243.00 | LISTEN IN ON CALLS WITH A. GOLDSTEIN AND A. |

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| Client ID 11931.0001 | ROCK | & REPUBLIC ENTERPRISES, INC. | | | | |
| | | | | | | SPIZZ AND I. SULLIVAN AND R. MATZAT AND V. DURRER RE: REVISING FINAL DEBTOR-IN-POSSESSION ORDER |
| 11931.0001 | 05/25/2010 | 14 A 341 | 405.00 | 0.50 | 202.50 | CONFERENCE WITH A. GOLDSTEIN RE: HAVING FINAL DEBTOR-IN-POSSESSION ORDER AND EXHIBITS COPIED AND PUT ON DISK EARLY IN THE MORNING BEFORE THE HEARING; SEVERAL E-MAILS WITH A. GOLDSTEIN AND B. GONSALVES RE: COORDINATING SAME (.4); TELEPHONE CONFERENCE WITH A. GOLDSTEIN RE: STATUS OF DEBTOR-IN-POSSESSION ORDER AND EXHIBITS (.1) |
| 11931.0001 | 06/04/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 | REVIEW CIT FACTORY AGREEMENT RE: COMPANY OBLIGATIONS |
| 11931.0001 | 06/11/2010 | 15 A 1 | 495.00 | 0.40 | 198.00 | RETRIEVE AND REVIEW DOCUMENTS FOR G. SILBERT; ARRANGE FOR E-MAILING |
| 11931.0001 | 06/22/2010 | 3 A 1 | 520.00 | 0.20 | 104.00 | TELEPHONE CONFERENCE WITH ROSEANNE MATZOL, ATTORNEY FOR CIT RE: EXTENSION OF FINANCING |
| 11931.0001 | 06/22/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH SULLIVAN AND MATZOL RE: EXTENSION OF FINANCING |
| 11931.0001 | 06/23/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH ROSEANNE MATZOL RE: EXTENSION OF FACTORING AGREEMENT |
| 11931.0001 | 06/23/2010 | 3 A 1 | 520.00 | 0.10 | 52.00 | E-MAIL WITH J. SULLIVAN RE: CIT EXTENSION |
| 11931.0001 | 07/01/2010 | 15 A 1 | 495.00 | 0.90 | 445.50 | CONFERENCE WITH A. SPIZZ RE: DISCUSS FINANCE MOTION; OUTSTANDING ISSUES |
| 11931.0001 | 07/01/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH COURT; E-MAILS WITH COURT RE: ADJOURN FINANCE MOTION (.3); DRAFT NOTICE OF ADJOURNMENT AND NOTICE OF AMENDED MOTION (.3) |
| 11931.0001 | 07/13/2010 | 3 A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE AND E-MAIL WITH ROSEANNE MATZAT RE: EXTENSION OF FACTORING AGREEMENT |
| Total for Client ID 11931.0001 | | | | | | Billable 33.80 16847.00 |
| | | | | | | ROCK & REPUBLIC ENTERPRISES, INC RE: CASH COLLATERAL & FINANCING |

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| Client ID 11931.0002 | | | | | | ROCK & REPUBLIC ENTERPRISES, INC. |
| 11931.0002 | 04/12/2010 | 15 A 1 | 495.00 | 8.00 | 3960.00 | CONFERENCE WITH CLIENT RE: SCHEDULED ORGANIZATIONAL MEETING WITH CREDITORS FOR AFTERNOON; REVIEW FILES AND ATTEND MEETING WITH A. SPIZZ AND G. LURIE; TRAVEL TO AND FROM COURT |
| 11931.0002 | 05/06/2010 | 15 A 1 | 495.00 | 4.00 | 1980.00 | CONFERENCE WITH A. SPIZZ; MEETING WITH COMMITTEE AND PROFESSIONALS; REVIEW DOCUMENTS |
| Total for Client ID 11931.0002 | | Billable | | 12.00 | 5940.00 | ROCK & REPUBLIC ENTERPRISES, INC. RE: MEETING OF CREDITORS |

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|---|-------------------|-----------------|------------------|-------------|----------------------|---------------|---|
| Client ID 11931.0003 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0003 | 05/03/2010 | 2 A | 456 | 540.00 | 0.90 | 486.00 | REVIEW CIT PROPOSED ORDER WITH RKF COMMENTS AND DISCUSS SAME WITH A. GOLDSTEIN |
| 11931.0003 | 05/11/2010 | 1 A | 1 | 580.00 | 1.00 | 580.00 | CONFERENCE WITH A. SPIZZ; REVIEW E-MAIL RE: TAX STRUCTURE OF SALE |
| 11931.0003 | 05/11/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH DEBTOR, FA AND TAX PARTNERS RE: STRUCTURE OF TRANSACTION |
| 11931.0003 | 05/12/2010 | 1 A | 1 | 580.00 | 2.30 | 1334.00 | DISCUSSION WITH R. TOLZ AND CONFERENCE CALL WITH J. STEINBERG. G. LURIE, A. SPIZZ AND R. TOLZ |
| 11931.0003 | 05/12/2010 | 3 A | 1 | 520.00 | 1.50 | 780.00 | TELEPHONE CONFERENCE WITH CRO AND FA RE: EVALUATION OF VARIOUS LICENSES PROPOSED TO FINAL PLAN |
| 11931.0003 | 05/12/2010 | 15 A | 1 | 495.00 | 1.50 | 742.50 | TELEPHONE CONFERENCE WITH CRO AND FINANCIAL ADVISORS RE: EVALUATION OF VARIOUS BUSINESS PROPOSALS TO FUND PLAN |
| 11931.0003 | 05/12/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH TAX PARTNERS AND REVIEW MEMO ON STRUCTURE OF TRANSACTION WITH INVESTOR |
| 11931.0003 | 05/26/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | MEETING WITH CRO - AFTER HEARING RE: BLUE STAR PROPOSAL |
| 11931.0003 | 05/26/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | REVIEW PROPOSED LETTER OF INTENT WITH BLUE STAR |
| 11931.0003 | 05/26/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | CONFERENCE WITH CRO RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 05/26/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH BLUE STAR AND IT'S COUNSEL RE: LETTER OF INTENT |
| 11931.0003 | 05/26/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | 2ND TELEPHONE CONFERENCE WITH BLUE STAR AND PROFESSIONALS |
| 11931.0003 | 05/26/2010 | 14 A | 341 | 405.00 | 0.60 | 243.00 | CONFERENCE WITH A. GOLDSTEIN RE: HEARINGS THIS MORNING; DRAFT ORDER FOR WITHDRAWAL OF MOTION TO REJECT DISTRIBUTION AGREEMENT; E-MAIL PROPOSED ORDER TO JUDGE |
| 11931.0003 | 05/28/2010 | 15 A | 1 | 495.00 | 1.00 | 495.00 | REVIEW REVISED LETTER OF INTENT AGREEMENT |
| 11931.0003 | 05/28/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH FOR BLUE STAR RE: LETTER OF INTENT |
| 11931.0003 | 05/28/2010 | 3 A | 1 | 520.00 | 0.70 | 364.00 | TELEPHONE CONFERENCE WITH DEBTOR AND BLUE STAR AND IT'S PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0003 | 05/29/2010 | 3 A | 1 | 520.00 | 1.50 | 780.00 | REVISE LATEST DRAFT OF BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/01/2010 | 15 A | 1 | 495.00 | 1.30 | 643.50 | REVIEW AND REVISE LETTER OF INTENT FROM PROSPECTIVE PURCHASER; DISCUSSION WITH A. SPIZZ |
| 11931.0003 | 06/02/2010 | 15 A | 1 | 495.00 | 1.20 | 594.00 | REVIEW VARIOUS DRAFTS OF LETTER OF INTENT WITH PROSPECTIVE PURCHASERS; REVIEW FILES |
| 11931.0003 | 06/07/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH BLUE STAR RE: LETTER OF INTENT |
| 11931.0003 | 06/07/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CHRIS MANDELSEN RE: MB STANDSTILL |
| 11931.0003 | 06/07/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH DEBTOR AND MARILYN SIMON RE: AMENDMENT TO LETTER OF INTENT |
| 11931.0003 | 06/07/2010 | 3 A | 1 | 520.00 | 0.30 | 156.00 | E-MAIL WITH COMMITTEE PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0003 | 06/07/2010 | 15 A | 1 | 495.00 | 1.10 | 544.50 | REVIEW REVISED LETTER OF INTENT; DISCUSSION WITH A. SPIZZ |
| 11931.0003 | 06/08/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH R. MARION AND ATTORNEY FOR CIT RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/08/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | REVIEW PROPOSAL FOR POTENTIAL ACQUIRIES SENT TO DEBTOR AND CC |
| 11931.0003 | 06/08/2010 | 15 A | 1 | 495.00 | 1.10 | 544.50 | REVIEW LETTER OF INTENT PROPOSAL FROM 3rd |

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|----------------------|-----------------------------------|------|-------------------------|--------|------------------|--------|---|
| Client ID 11931.0003 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0003 | 06/10/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | PARTY TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONAL RE: LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS |
| 11931.0003 | 06/10/2010 | 3 A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH DEBTOR PROFESSIONALS RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 15 A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL AND FTI RE: DISCUSS LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 15 A | 1 | 495.00 | 0.40 | 198.00 | FOLLOW UP TELEPHONE CONFERENCE WITH DEBTOR'S CRO RE: LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 15 A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH RR PROFESSIONALS; DISCUSS COMMITTEE'S COMMENTS TO LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 15 A | 1 | 495.00 | 0.80 | 396.00 | 2 TELEPHONE CONFERENCE WITH DEBTOR'S PROFESSIONALS RE: COMMITTEE COMMENTS TO LETTER OF INTENT |
| 11931.0003 | 06/10/2010 | 15 A | 1 | 495.00 | 0.30 | 148.50 | REVIEW LETTER OF INTENT |
| 11931.0003 | 06/11/2010 | 3 A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR - UPDATE OF MEETING WITH CC |
| 11931.0003 | 06/11/2010 | 15 A | 1 | 495.00 | 0.40 | 198.00 | PARTICIPATE IN TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH CC'S PROFESSIONAL RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR RE: COMMITTEE TELEPHONE CONFERENCE RE: LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CRO RE: CONFERENCE WITH CC RE: LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH FA AND CRO RE: COMMITTEE'S RESPONSE TO LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.60 | 312.00 | VARIOUS E-MAIL WITH ATTORNEY FOR VF RE: DUE DILIGENCE AND NDA |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR RE: RESPONSE TO COMMITTEE'S COMMENTS |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | DRAFT E-MAIL REPORT TO DEBTOR, CRO AND FA RE: TELEPHONE CONFERENCE WITH BLUE STAR COUNSEL AND COLEMAN FROST |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.30 | 156.00 | REVIEW E-MAILS FROM ATLAS AND CRO RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 3 A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH MB, GL, JS, RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 15 A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH CREDITORS COMMITTEE PROFESSIONALS RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 15 A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH COMPANY'S CRO RE: COMMITTEE CONFERENCE CALL AND LETTER OF INTENT |
| 11931.0003 | 06/16/2010 | 15 A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH BLUE STAR'S ATTORNEY RE: COMMITTEE CONFERENCE CALL WITH LETTER OF INTENT |
| 11931.0003 | 06/18/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO AND PRIOR TO TELEPHONE CONFERENCE WITH CC |
| 11931.0003 | 06/18/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR |
| 11931.0003 | 06/18/2010 | 3 A | 1 | 520.00 | 1.30 | 676.00 | TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS |
| 11931.0003 | 06/18/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: RECAP OF TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS |
| 11931.0003 | 06/18/2010 | 15 A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH G. LURIE RE: TELEPHONE CONFERENCE WITH COMMITTEE |

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|---|-------------------|-------------|----------|-------------------------------------|-------------|--------------------------------|---------------|---|
| Client ID 11931.0003 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0003 | 06/18/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | PROFESSIONALS SCHEDULED FOR 3.:00 P.M. TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS RE: LETTER OF INTENT AND PLAN PROCESS |
| 11931.0003 | 06/18/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH ATTORNEY FOR PROSPECTIVE PURCHASER |
| 11931.0003 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH MARILYN SIMON, ATTORNEY FOR BLUE STAR RE: LETTER OF INTENT |
| 11931.0003 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH MARILYN SIMON, ATTORNEY FOR BLUE STAR RE: FOLLOW UP ON QUESTION ON COURT APPROVAL OF LETTER OF INTENT |
| 11931.0003 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | REVIEW E-MAIL FROM MANDERSON RE: LATEST TERM OF AGREEMENT WITH RKF |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH ATLAS AND CRO RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH MARILYN SIMON, ATTORNEY FOR BLUE STAR RE: LETTER OF INTENT |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH BLUE STAR AND DEBTOR'S PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: TELEPHONE CONFERENCE WITH SULLIVAN AND MATZOL |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | REVIEW AND REVISE MB - STANDSTILL AGREEMENT |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | E-MAIL WITH JOE SUTTON RE: MB STANDSTILL |
| 11931.0003 | 06/22/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH JAMES SULLIVAN RE: MEETING WITH COMMITTEE TO RESPONSE TO BLUE STAR |
| 11931.0003 | 06/23/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO AND MADERSON RE: CORP. COUNSEL RE: BLUE STAR RE: B.S. LETTER OF INTENT |
| 11931.0003 | 06/23/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH MB, VK AND GL RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/23/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH MB, VK, JS, CM, A. GOLDSTEIN RE: CHANGES TO BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/23/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH VF RE: ALTERNATIVE TO BLUE STAR |
| 11931.0003 | 06/23/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH M.B. AND CRO RE: ALTERNATIVE TO BS |
| 11931.0003 | 06/24/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH MB, VF AND GL RE: NEW TRANSACTIONS INCLUDING MAJOR RETAILERS |
| 11931.0003 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH MB, VF, JS, CM, GL AND Q RE: DISCUSSED TIMING OF PROPOSED TRANSACTION |
| 11931.0003 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH GL, MB, VF RE: BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/24/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CLIENT AND DEBTOR PROFESSIONALS RE: DISCUSS LETTER OF INTENT |
| 11931.0003 | 06/25/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH JOE SUTTON, ATTORNEY FOR BLUE STAR RE: REVISIONS TO LETTER OF INTENT AND STANDSTILL |
| 11931.0003 | 06/25/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | REVISE LETTER OF INTENT AND STANDSTILL PER AGREEMENT REACHED BETWEEN DEBTOR AND B.S. |
| 11931.0003 | 06/25/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | REVIEW DRAFT LETTER OF LETTER OF INTENT RE: ANALYSIS OF ALL CLAIMS |
| 11931.0003 | 06/27/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | REVIEW COMMENTS AND REVISIONS MADE BY B.S. TO LETTER OF INTENT AND E-MAIL CLIENT |
| 11931.0003 | 06/28/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: B.S. COMMENTS TO LETTER OF INTENT |
| 11931.0003 | 06/28/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH CC PROFESSIONALS RE: BLUE STAR LETTER OF INTENT |

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| Client ID 11931.0003 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR BLUE STAR RE: COMMITTEE COMMENTS |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH JOE SMITH, BLUE STAR RE: CHANGES TO LETTER OF INTENT |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: TELEPHONE CONFERENCE WITH CREDITORS COMMITTEE AND REVISIONS TO BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | MAKE FURTHER REVISIONS TO BLUE STAR LETTER OF INTENT PER R & R TELEPHONE CONFERENCE RE: EXCLUSIVITY, TERMINATION, BREAK UP |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | DRAFT E-MAIL TO BLUE STAR WITH REVISED LETTER OF INTENT |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.20 | 104.00 | TELEPHONE CONFERENCE WITH JOE SULLIVAN OF BLUE STAR RE: STATUS OF REVISIONS |
| 11931.0003 | 06/28/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CRO RE: BREAK UP FEE |
| 11931.0003 | 06/28/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW REVISED LETTER OF INTENT AND STANDSTILL RE: COMMENTS BY BLUE STAR |
| 11931.0003 | 06/28/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH A. SPIZZ AND G. LURIE RE: COMMENTS TO BLUE STAR LETTER OF INTENT |
| 11931.0003 | 06/28/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONALS RE: UPDATE OF LETTER OF INTENT DISCUSSIONS |
| 11931.0003 | 06/28/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | TELEPHONE CONFERENCE WITH CLIENT AND DEBTOR PROFESSIONALS RE: REVISED LETTER OF INTENT (.5); DISCUSSION WITH A. SPIZZ (.2) |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 0.70 | 364.00 | TELEPHONE CONFERENCE WITH MARILYN SIMON, ATTORNEY FOR BS. RE: LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | MEETING WITH CRO RE: LETTER OF INTENT - REVISIONS OPEN ISSUES |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH MARILYN AND B.S. TEAM RE: OPEN ISSUE LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH MANDERSEN ADN CRO RE: B.S. OPEN ISSUE TO LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | 2nd TELEPHONE CONFERENCE WITH BS TEAM RE: OPEN ISSUES - EXCLUSIVITY, TERMINATION FEE AND RIK |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO MANDERSEN RE: RESPONSE TO B.S. ISSUES |
| 11931.0003 | 06/29/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH DEBTOR, CRO, J.S., M.B. AND VF |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | TELEPHONE CONFERENCE WITH PROSPECTIVE PURCHASER'S PROFESSIONALS RE: LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | MEETING WITH CRO (G. LURIE) RE: LETTER OF INTENT REVISIONS; OPEN ISSUES |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH MARILYN SIMON, ATTORNEY FOR B.S. AND BS TEAM RE: OPEN ISSUES; LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CHRIS MANDERSEN AND CRO RE: BLUE STAR OPEN ISSUES TO LETTER OF INTENT |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | 2nd TELEPHONE CONFERENCE WITH MANDERSEN AND CRO RE: BLUE STAR OPEN ISSUES INCLUDING EXCLUSIVITY, TERMINATION FEE AND RIK |
| 11931.0003 | 06/29/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | 3rd TELEPHONE CONFERENCE WITH CRO AND CHRIS MANDERSEN RE: RESPONSE TO BLUE STAR ISSUES |
| 11931.0003 | 06/30/2010 | 15 | A 1 | 495.00 | 0.90 | 445.50 | TELEPHONE CONFERENCE WITH CLIENT AND PROFESSIONALS RE: DISCUSS STATUS OF LETTER OF INTENT NEGOTIATIONS (.5); REVIEW LETTER OF INTENT (.4) |
| 11931.0003 | 07/01/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH CRO (LURIE) RE: |

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|---|-----------------------|-------------|------------|-----------------------------|-------------|--------------------------|--|--|
| Client ID 11931.0003 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0003 | 07/06/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | STATUS OF LETTER OF INTENT NEGOTIATIONS TELEPHONE CONFERENCE WITH CRO RE: VARIOUS OFFERS |
| 11931.0003 | 07/08/2010 | 3 | A | 1 | 520.00 | 1.20 | 624.00 | TELEPHONE CONFERENCE WITH ATLAS ADVISOR; REVIEW VF COMMENTS TO AND DRAFT REVISE NDA |
| 11931.0003 | 07/08/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH CRO RE: POTENTIAL INVESTOR FOR PLAN |
| 11931.0003 | 07/20/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE FOR PROSPECTIVE PURCHASER - NDA |
| Total for Client ID 11931.0003 | | | | | | | | |
| | | | | Billable | 79.50 | 40882.00 | ROCK & REPUBLIC ENTERPRISES, INC. RE: ASSET DISPOSITION | |

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| Client ID 11931.0004 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0004 | 04/28/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCES WITH G. SILBERT RE: CARRIER LIEN ON RETAINED CARGO; TELEPHONE CONFERENCE WITH ATTORNEY FOR RE: SAME |
| 11931.0004 | 05/26/2010 | 15 A 1 | 495.00 | 1.20 | 594.00 | REVIEW LETTER OF INTENT; CONFERENCE WITH CRO AND PARTICIPATE IN TELEPHONE CONFERENCE WITH PROSPECTIVE PURCHASER |
| 11931.0004 | 06/01/2010 | 14 A 485 | 405.00 | 0.40 | 162.00 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: TRADEMARK ISSUE AND CONFERENCE WITH A. GOLDSTEIN RE: SAME (.2); TELEPHONE CONFERENCE WITH A. GOLDSTEIN AND C. MANDERSON RE: SAME (.2) |
| 11931.0004 | 06/08/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CRO RE: OFFER TO PURCHASE |
| 11931.0004 | 06/10/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 | REVIEW 2010 PRO FORMA, FORECAST |
| 11931.0004 | 06/10/2010 | 3 A 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH DEBTOR AND PROFESSIONALS RE: BLUE STAR LETTER OF INTENT AND COMMITTEE COMMENTS |
| 11931.0004 | 06/10/2010 | 14 A 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. GOLDSTEIN RE: STATUS OF CAPITAL RAISE INVESTMENT ACTIVITIES |
| 11931.0004 | 06/24/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH CRO RE: LIQUIDATION ANALYSIS - ORDER 363 |

| | | | | |
|---------------------------------------|-----------------|-------------|----------------|---|
| Total for Client ID 11931.0004 | Billable | 5.20 | 2592.50 | ROCK & REPUBLIC ENTERPRISES, INC |
| | | | | RE: ASSET ANALYSIS & RECOVERY |

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| Client ID 11931.0005 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0005 | 04/07/2010 | 15 | A | 1 | 495.00 | 1.90 | 940.50 | TELEPHONE CONFERENCE WITH CRO RE: OPERATIONS; REVIEW DOCUMENTS |
| 11931.0005 | 04/07/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH CONTROLLER AND CRO RE: MISCELLANEOUS MATTERS |
| 11931.0005 | 04/07/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CHERYL RE: INSURANCE; TELEPHONE CONFERENCE WITH FUNDING CO. - CONFIRM INS. NOT BY CANCELLED PENDING MOTION |
| 11931.0005 | 04/12/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | E-MAIL CORRESPONDENCE WITH COUNSEL RE: COMM. FORMATION |
| 11931.0005 | 04/14/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | REVIEW MOTIONS RETURNABLE 4/28 |
| 11931.0005 | 04/15/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | TELEPHONE CONFERENCE WITH CLIENT, RICH KORAL AND ATTORNEYS |
| 11931.0005 | 04/26/2010 | 15 | A | 1 | 495.00 | 1.80 | 891.00 | CONFERENCE WITH G. LURIE RE: BUSINESS OPERATIONS |
| 11931.0005 | 04/26/2010 | 15 | A | 1 | 495.00 | 1.90 | 940.50 | REVIEW DRAFT AMENDED DISTRIBUTION AGREEMENT WITH G. LURIE; DISCUSS |
| 11931.0005 | 04/26/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH CLIENT, ATTORNEYS FOR KOROL RE: DISTRIBUTION AGREEMENT |
| 11931.0005 | 04/27/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | REVIEW DISTRIBUTION AGREEMENT; STANDARD TERMS |
| 11931.0005 | 04/27/2010 | 15 | A | 1 | 495.00 | 2.10 | 1039.50 | 2 TELEPHONE CONFERENCES WITH PRINCIPALS AND ATTORNEYS RE: AMENDED DISTRIBUTION AGREEMENT; DISCUSSION WITH CLIENT; REVIEW DOCUMENTS |
| 11931.0005 | 04/29/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | REVIEW REVISED DISTRIBUTION AGREEMENT; DISCUSSION WITH G. LURIE; FURTHER REVISIONS |
| 11931.0005 | 05/04/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | TELEPHONE CONFERENCE WITH CREDITORS RE: FILING |
| 11931.0005 | 05/05/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | CONFERENCE WITH J. MAKOWER RE: OUTSTANDING ISSUES; ORDER OF PRIVACY RE: VARIOUS MOTIONS |
| 11931.0005 | 05/06/2010 | 15 | A | 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH CLIENT RE: MISCELLANEOUS ITEMS INCLUDING LEASE (ROBINSON) |
| 11931.0005 | 05/10/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | REVIEW CBS OUTDOOR CONTRACT; TELEPHONE CONFERENCE WITH CLIENT; TELEPHONE CONFERENCE WITH CBS ATTORNEY RE: PAYMENT OF PST PETITION OBLIGATIONS |
| 11931.0005 | 05/27/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCES WITH CLIENTS RE: MISCELLANEOUS MATTERS INCLUDING REQUESTED INFORMATION FOR CLIENT FACTORS, CASE STATUS |
| 11931.0005 | 05/28/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | NUMEROUS E-MAILS WITH CLIENT RE: BUSINESS OPERATIONS |
| 11931.0005 | 06/01/2010 | 15 | A | 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH G. SILBERT RE: DISCUSS MISCELLANEOUS MATTERS; REVIEW FILE |
| 11931.0005 | 06/01/2010 | 15 | A | 1 | 495.00 | 0.20 | 99.00 | TELEPHONE CONFERENCE WITH CHRIS MANDELSON RE: NEED FOR TRADEMARK ATTORNEY |
| 11931.0005 | 06/03/2010 | 15 | A | 1 | 495.00 | 0.90 | 445.50 | TELEPHONE CONFERENCES WITH CLIENTS RE: MISCELLANEOUS MATTERS INCLUDING BUDGET PAYMENTS; ADEQ. PROTECTION ETC. |
| 11931.0005 | 06/03/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW LATEST DRAFT OF LETTER OF INTENT; DISCUSSION WITH A. SPIZZ |
| 11931.0005 | 06/08/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | REVIEW AMENDED DISCLOSURE STATEMENT AGREEMENT; E-MAILS |
| 11931.0005 | 06/08/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | RESEARCH RE: B.R. 9027 AND TIME WITHIN WHICH MAY FILE NOTICE OF RENEWAL |
| 11931.0005 | 06/10/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW LITIGATION SUMMARY |
| 11931.0005 | 06/11/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | REVIEW E-MAIL FROM MANDERSEN WITH SUMMARY OF MEETING WITH RKF |
| 11931.0005 | 06/14/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | REVIEW SCHEDULE F FOR BOTH ENTITIES |
| 11931.0005 | 06/16/2010 | 15 | A | 1 | 495.00 | 0.90 | 445.50 | REVIEWED MAY OPERATING REPORTS |
| 11931.0005 | 06/18/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW PROJECTIONS PREPARED BY COMP. |
| 11931.0005 | 06/30/2010 | 15 | A | 1 | 495.00 | 1.50 | 742.50 | REVISE EXCLUSIVITY MOTION AND ARRANGE FOR FILING |

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| Client ID 11931.0005 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0005 | 06/30/2010 | 15 A 1 | 495.00 | 0.20 | 99.00 | CORRESPONDENCE WITH CLIENT RE: CBS OUTDOOR |
| 11931.0005 | 07/01/2010 | 15 A 1 | 495.00 | 0.20 | 99.00 | E-MAILS WITH BANK OF AMERICA COUNSEL RE: MONTHLY PAYMENTS |
| 11931.0005 | 07/02/2010 | 15 A 1 | 495.00 | 0.30 | 148.50 | REVIEW AMENDED DISTRICT AGREEMENT; E-MAIL TO G. SILBERT |
| 11931.0005 | 07/07/2010 | 15 A 1 | 495.00 | 1.20 | 594.00 | REVIEW REPORTS DELIVERED TO CIT |
| 11931.0005 | 07/08/2010 | 15 A 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH CRO (LURIE) AND A. SPIZZ RE: CASE UPDATE INCLUDING SALE AND OR INVESTOR OPTIONS |
| 11931.0005 | 07/09/2010 | 15 A 1 | 495.00 | 0.40 | 198.00 | REVIEW E-MAIL FROM CBS OUTDOOR (.2); DISCUSSION WITH CLIENT (.2) |
| 11931.0005 | 07/09/2010 | 15 A 1 | 495.00 | 2.00 | 990.00 | REVIEW COMMITTEE MOTION FOR ORDER CLARIFYING THE REQUIREMENT TO PROVIDE ACCESS TO INFORMATION; RESEARCH RE: ORDER |
| 11931.0005 | 07/13/2010 | 15 A 1 | 495.00 | 0.80 | 396.00 | REVIEW STIPULATED PROTECTIVE ORDER |
| 11931.0005 | 07/14/2010 | 15 A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH G. LURIE RE: CASE STATUS |
| 11931.0005 | 07/16/2010 | 15 A 1 | 495.00 | 1.00 | 495.00 | REVIEW R & R AND TRIPLE R JUNE OPERATING REPORTS; ARRANGE |
| 11931.0005 | 07/21/2010 | 15 A 1 | 495.00 | 0.30 | 148.50 | DISCUSS CASE STATUS WITH A. SPIZZ |
| 11931.0005 | 07/21/2010 | 15 A 1 | 495.00 | 1.20 | 594.00 | RESEARCH RE: REJECTION CLAIMS AFTER ASSUMPTION (.7); E-MAIL TO CLIENT (.5) |
| 11931.0005 | 07/21/2010 | 15 A 1 | 420.75 | 0.60 | 252.45 | TELEPHONE CONFERENCE WITH G. LURIE RE: DISCUSS CASE STATUS (.3); DISCUSSION WITH A. SPIZZ RE: STRATEGY (.3) |
| 11931.0005 | 07/22/2010 | 14 A 1 | 405.00 | 0.80 | 324.00 | RESEARCH RE: 363 AND NEW SHOWROOM; EMAILS TO A. GOLDSTEIN RE: CASELAW; CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0005 | 07/22/2010 | 15 A 1 | 420.75 | 0.40 | 168.30 | E-MAILS TO CLIENT AND COMMITTEE COUNSEL RE: REPORTS |
| 11931.0005 | 07/29/2010 | 15 A 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH DEBTOR'S PROFESSIONALS |
| 11931.0005 | 07/29/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | REVIEW AMENDED DIST. AGREEMENT |
| 11931.0005 | 07/29/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH G. LURIE, CRO RE: STATUS OF BUSINESS OPERATION AND PLAN PROCESS |
| 11931.0005 | 07/30/2010 | 14 A 1 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: QUESTION ABOUT NEW TRANSACTION |

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| Total for Client ID 11931.0005 | Billable | 41.30 | 20289.25 | ROCK & REPUBLIC ENTERPRISES, INC. |
| | | | | RE: BUSINESS OPERATIONS |

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|---|------------|------|-------------------------|--------|------------------|---------|---|
| Client ID 11931.0006 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0006 | 04/07/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW CLAIMS REGISTER |
| 11931.0006 | 05/06/2010 | 20 | A 1 | 490.00 | 0.20 | 98.00 | EMAILS AND TELEPHONE CONFERENCES WITH T. FEIL OF BMS AND A. GOLDSTEIN RE: CLAIMS AGENT PROPOSAL (.2). |
| 11931.0006 | 05/07/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | REVIEW PROPOSALS FOR NOTICE AND CLAIMS AGENT; TELEPHONE CONFERENCE WITH PROSPECTIVE AGENTS |
| 11931.0006 | 05/10/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH SPECIAL COUNSEL - DEFENDING NEW PACIFIC ACTION RE: POSSIBLE SETTLEMENT |
| 11931.0006 | 05/13/2010 | 15 | A 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH CREDITORS RE: CLAIMS |
| 11931.0006 | 05/13/2010 | 15 | A 1 | 495.00 | 1.70 | 841.50 | REVIEW PROPOSALS FOR RETENTION OF CLAIMS AGENT; DRAFT APPLICATION |
| 11931.0006 | 05/13/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | DRAFT BAR DATE APPLICATION AND ORDER |
| 11931.0006 | 05/17/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | CORRESPONDENCE RE: CREDITOR CLAIMS |
| 11931.0006 | 05/19/2010 | 15 | A 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCES WITH G.L. RE: MEETING SCHEDULED TODAY WITH NEW PACIFIC |
| 11931.0006 | 05/19/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH G. SILBERT RE: LANDLORD CLAIMS |
| 11931.0006 | 05/20/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: ESTIMATION OF NEW PACIFIC CLAIM |
| 11931.0006 | 05/21/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH CLERK'S OFFICE RE: RETENTION OF DONLIN RECANO AS CLAIMS AGREEMENT; REVISE APPLICATION |
| 11931.0006 | 05/21/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH CHAMBERS RE: PRESENTMENT OF DONLIN RECANO; DRAFT AND ARRANGE FOR SERVICE |
| 11931.0006 | 05/27/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | START DRAFTING BAR DATE APPLICATION |
| 11931.0006 | 05/28/2010 | 15 | A 1 | 495.00 | 1.50 | 742.50 | DRAFT BAR DATE APPLICATION AND RELATED DOCUMENTS |
| 11931.0006 | 05/28/2010 | 14 | A 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. GOLDSTEIN RE: CALLING CHAMBERS RE: DONLIN RECANO ORDER; TELEPHONE CONFERENCE WITH LAW CLERK RE: SAME; E-MAIL TO A. GOLDSTEIN RE: STATUS OF ORDER |
| 11931.0006 | 06/01/2010 | 15 | A 1 | 495.00 | 1.80 | 891.00 | PREPARE AND REVISE BAR DATE APPLICATION ET AL. |
| 11931.0006 | 06/01/2010 | 14 | A 454 | 405.00 | 4.60 | 1863.00 | RESEARCH RE: SECTION 502(b)(6) (.8); REVIEW 144 SPRING LLC'S PROOFS OF CLAIMS AND ATTACHMENTS (.7); VOICE MAIL TO DEBTOR'S LANDLORD-TENANT ATTORNEY, S. ZILUCK RE: ADDITIONAL INFORMATION NEEDED AND E-MAIL RE: SAME (.1); QUICK REVIEW OF LEASE (.2); DRAFT OBJECTION TO 144 SPRING'S PROOFS OF CLAIM (1.5); CONFERENCE WITH A. SPIZZ RE: SAME (.2); E-MAILS WITH ZILUCK (.1); ADDITIONAL RESEARCH RE: SECTION 502(b)(6) (1.0) |
| 11931.0006 | 06/01/2010 | 14 | A 450 | 405.00 | 0.20 | 81.00 | PREPARATION OF LIST OF QUESTIONS TO ASK S. ZILUCK RE: 144 SPRING CLAIM |
| 11931.0006 | 06/02/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | CONFERENCE WITH J. MAKOWER AND TELEPHONE CONFERENCE WITH SCOTT ZIRLICK RE: OBJECTION TO SPRING ST. CLAIM |
| 11931.0006 | 06/02/2010 | 15 | A 1 | 495.00 | 3.20 | 1584.00 | DRAFT, REVISE AND FINALIZE BAR DATE APPLICATION; TELEPHONE CONFERENCES WITH CLAIMS AGENT; ARRANGE FOR SERVICE |
| 11931.0006 | 06/02/2010 | 14 | A 485 | 405.00 | 0.70 | 283.50 | TELEPHONE CONFERENCE WITH S. ZILUCK AND A. SPIZZ RE: FACTS REGARDING 144 SPRING STREET LEASE AND LAWSUIT (.3); CONFERENCE WITH A. SPIZZ RE: SAME (.1); REVIEW E-MAILS FROM S. ZILUCK AND E-MAIL WITH S. ZILUCK RE: SAME (.3) |
| 11931.0006 | 06/02/2010 | 14 | A 456 | 405.00 | 4.30 | 1741.50 | REVIEW LEASE FOR 144 SPRING STREET (.8); CONTINUE DRAFTING OBJECTION TO CLAIMS OF 144 SPRING LLC AND RESEARCH RE: SAME (3.5) |

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| Client ID 11931.0006 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | |
| 11931.0006 | 06/02/2010 | 14 A 456 | 405.00 | 0.30 | 121.50 REVIEW 144 SPRING STREET FILE RECEIVED FROM R. EVSEBIO AT R&R |
| 11931.0006 | 06/03/2010 | 3 A 1 | 520.00 | 1.50 | 780.00 REVIEW AND REVISE OBJECTION TO CLAIM OF 144 SPRING ST. |
| 11931.0006 | 06/03/2010 | 14 A 1 | 405.00 | 1.00 | 405.00 E-MAILS TO S. ZILUCK RE: LETTERS TO LANDLORD (.2); REVIEW DOCUMENTS RECEIVED TODAY FROM S. ZILUCK AND ROSANNA (.6); E-MAIL TO A. SPIZZ RE: DOCUMENTS AND STATUS (.1); REVIEW E-MAILS BETWEEN S. ZILUCK AND R. EVSEBIO (.1) |
| 11931.0006 | 06/03/2010 | 14 A 1 | 405.00 | 0.10 | 40.50 E-MAILS WITH R. EVSEBIO RE: 144 SPRING STREET |
| 11931.0006 | 06/03/2010 | 14 A 1 | 405.00 | 4.50 | 1822.50 CONTINUE DRAFTING OBJECTION TO CLAIM OF 144 SPRING STREET LANDLORD; RESEARCH AND REVIEW CASELAW RE: ADEQUATE ASSURANCE OF FUTURE PERFORMANCE; REVISE OBJECTION |
| 11931.0006 | 06/03/2010 | 14 A 1 | 405.00 | 0.30 | 121.50 CONFERENCE WITH A. GOLDSTEIN RE: RULE 3002 (a) (4) AND REJECTION CLAIMS; REVIEW RULES RE: SAME; E-MAILS TO A. GOLDSTEIN AND J. GRUBIN RE: SAME |
| 11931.0006 | 06/04/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 REVIEW AND REVISE OBJECTION TO CLAIM OF 144 SPRING STREET |
| 11931.0006 | 06/04/2010 | 15 A 1 | 495.00 | 1.80 | 891.00 REVISE BAR DATE APPLICATION IN RESPONSE TO COMM. COMMENTS; ARRANGE FOR SERVICE |
| 11931.0006 | 06/04/2010 | 14 A 452 | 405.00 | 2.80 | 1134.00 REVIEW AND REVISE CLAIM OBJECTION (1.7); DRAFT NOTICE OF CLAIM OBJECTION (.3); CONFERENCE WITH A. SPIZZ RE: REVISED CLAIM OBJECTION AND WHETHER THE LAND IS VACANT (.1); E-MAILS WITH J. ZILUCK RE: SAME AND RE: TRAVERS (.1); ARRANGE FOR M. SANTIAGO IN MAILROOM TO LOOK AT THE PROPERTY AND TAKE PHOTOS (.1); CONFERENCE WITH M. SANTIAGO AND REVIEW PHOTOS (.1); REVISE OBJECTION ACCORDINGLY (.4) |
| 11931.0006 | 06/07/2010 | 15 A 1 | 495.00 | 1.00 | 495.00 REVIEW CLAIMS FILED TO DATE |
| 11931.0006 | 06/09/2010 | 14 A 361 | 405.00 | 0.10 | 40.50 E-MAIL TO R. EUSEBIO AND A. SPIZZ RE: 144 SPRING STREET |
| 11931.0006 | 06/10/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 REVIEW BAR DATE ORDER; REVISE BAR DATE NOTICES |
| 11931.0006 | 06/10/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 REVIEW BAR DATE ORDER; REVISE 2 NOTICES E-MAIL AND PUBLICATION |
| 11931.0006 | 06/11/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 REVIEW AND REVISE PUBLICATION NOTICE |
| 11931.0006 | 06/11/2010 | 14 A 1 | 405.00 | 0.20 | 81.00 TELEPHONE CONFERENCE WITH C. MANDERSON RE: DEPT. OF LABOR "HOT GOODS" CLAIM |
| 11931.0006 | 06/11/2010 | 14 A 1 | 405.00 | 0.30 | 121.50 CONFERENCE WITH A. SPIZZ RE: NEW PACIFIC CLAIMS AND RELATED ISSUES AND RESEARCH (.2); E-MAIL TO A. SPIZZ RE: SAME (.1) |
| 11931.0006 | 06/14/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 TELEPHONE CONFERENCE WITH CREDITORS WHO HAVE RECEIVED BAR DATE NOTICE |
| 11931.0006 | 06/15/2010 | 3 A 1 | 520.00 | 0.80 | 416.00 REVIEW NEW PACIFIC GUARANTY AGAINST M.B. |
| 11931.0006 | 06/15/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 TELEPHONE CONFERENCE WITH CORP. COUNSEL RE: M.B. GUARANTY |
| 11931.0006 | 06/15/2010 | 15 A 1 | 495.00 | 1.70 | 841.50 TELEPHONE CONFERENCE WITH CREDITORS RE: BAR DATE NOTICE AND SCHEDULES |
| 11931.0006 | 06/16/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 REVIEW E-MAIL FROM JAMES SULLIVAN RE: MB GUARANTY AND NPR - LITIGATION |
| 11931.0006 | 06/16/2010 | 3 A 1 | 520.00 | 0.40 | 208.00 DRAFT RESPONSIVE E-MAIL TO SULLIVAN, ET AL RE: MB GUARANTY AND NPR - LITIGATION |
| 11931.0006 | 06/16/2010 | 3 A 1 | 520.00 | 0.50 | 260.00 TELEPHONE CONFERENCE WITH DERRICK COLEMAN AND BRUCE ARMSTRONG RE: NEW PACIFIC LITIGATION |
| 11931.0006 | 06/16/2010 | 14 A 1 | 405.00 | 0.50 | 202.50 CONFERENCE WITH A. SPIZZ RE: ESTIMATION ISSUE; RESEARCH RE: SAME; CONFERENCE WITH A. GOLDSTEIN RE: SAME |
| 11931.0006 | 06/16/2010 | 14 A 1 | 405.00 | 0.40 | 162.00 CONFERENCE WITH A. SPIZZ RE: NEW PACIFIC AND |

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| Client ID 11931.0006 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0006 | 06/17/2010 | 3 A | 1 | 520.00 | 1.20 | 624.00 | ESTIMATION; PRELIMINARY RESEARCH RE: SAME REVIEW CASES BY JUDGE ON CLAIMS ESTIMATION PROCESS |
| 11931.0006 | 06/17/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | REVIEW E-MAIL FROM STEINBERG AND RESPOND RE: ESTIMATE AND OBJECTION STRATEGY |
| 11931.0006 | 06/17/2010 | 15 A | 1 | 495.00 | 0.40 | 198.00 | REVISE LEASE REJECTION SCHEDULE; REVIEW LEASES |
| 11931.0006 | 06/17/2010 | 15 A | 1 | 495.00 | 1.00 | 495.00 | REVIEW CASE LAW RE: CLAIMS ESTIMATION |
| 11931.0006 | 06/17/2010 | 15 A | 1 | 495.00 | 0.60 | 297.00 | E-MAIL CORRESPONDENCE WITH LITIGATION COUNSEL RE: NEW PACIFIC MATTER |
| 11931.0006 | 06/17/2010 | 15 A | 1 | 495.00 | 1.70 | 841.50 | RESEARCH RE: CLAIMS ESTIMATION PROCEDURES AND CASE LAW |
| 11931.0006 | 06/21/2010 | 3 A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH A. GOLDSTEIN RE: NEW PACIFIC RODEO RE: CLAIM ESTIMATION - REWARD AND ON OBJECTION |
| 11931.0006 | 06/21/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | REVIEW CLAIM REGISTER |
| 11931.0006 | 06/21/2010 | 15 A | 1 | 495.00 | 1.30 | 643.50 | RESEARCH RE: LEASE REJECTIONS |
| 11931.0006 | 06/21/2010 | 15 A | 1 | 495.00 | 1.20 | 594.00 | REVIEW CLAIMS REGISTER; DISCUSS CLAIMS AGREEMENT; REVISE SET UP OF REGISTER |
| 11931.0006 | 06/21/2010 | 15 A | 1 | 495.00 | 1.70 | 841.50 | CLAIMS ESTIMATION RESEARCH FOR MOTION |
| 11931.0006 | 06/21/2010 | 14 A | 1 | 405.00 | 1.60 | 648.00 | REVIEW AND ANALYZE NEW PACIFIC CLAIM AND ATTACHMENTS, INCLUDING NEW PACIFIC COMPLAINT AND LEASE AND CONSENT TO SUBLEASE AND GUARANTEE |
| 11931.0006 | 06/21/2010 | 14 A | 1 | 405.00 | 0.50 | 202.50 | REVIEW AND ANALYZE BIBA CLAIM |
| 11931.0006 | 06/21/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL RE: NPR CLAIM |
| 11931.0006 | 06/21/2010 | 2 A | 1 | 540.00 | 0.30 | 162.00 | CONFERENCE WITH A. SPIZZ RE: NEED TO EXTEND EXCLUSIVITY AND ESTIMATE CLAIMS |
| 11931.0006 | 06/22/2010 | 3 A | 1 | 520.00 | 0.10 | 52.00 | TELEPHONE CONFERENCE WITH JAMES SULLIVAN RE: NEW PACIFIC SETTLEMENT OFFER |
| 11931.0006 | 06/22/2010 | 3 A | 1 | 520.00 | 0.10 | 52.00 | E-MAIL CRO RE: NPR SETTLEMENT OFFER |
| 11931.0006 | 06/22/2010 | 15 A | 1 | 495.00 | 1.40 | 693.00 | RESEARCH RE: CLAIMS ESTIMATION AND CLAIMS OBJECTIONS |
| 11931.0006 | 06/23/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | PREPARE AN OFFER OF SETTLEMENT FOR JAMES SULLIVAN TO PRESENT TO NPR |
| 11931.0006 | 06/23/2010 | 14 A | 1 | 405.00 | 0.70 | 283.50 | CONFERENCE WITH A. GOLDSTEIN RE: DRAFTING OBJECTION TO CLAIMS OF NEW PACIFIC, MASHOUF AND BIBA AND RE: DRAFTING MOTION TO RE-INSTATE; DRAFTING MOTION TO STAY RE: NEW PACIFIC ACTION (.2); TELEPHONE CONFERENCE WITH CHAMBERS FOR HARING DATE AND CONFERENCE WITH A. GOLDSTEIN RE: SAME (.2); EMAIL TO DESRICK COLEMAN AND BRUCE ARMSTRONG RE: INFO NEEDED FOR CLAIM OBJECTION AND HEARING ON CLAIM OBJECTION (.2); CONFERENCE WITH A. GOLDSTEIN RE: HEARING (.1); |
| 11931.0006 | 06/23/2010 | 15 A | 1 | 495.00 | 0.70 | 346.50 | REVIEW GREENE ST. PROOF OF CLAIM AND LEASE (.4); TELEPHONE CONFERENCE WITH GREENE STREET'S ATTORNEY RE: DISCUSS CLAIM (.3) |
| 11931.0006 | 06/24/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | REVIEW DRAFT OF OBJECTION NPR RE: CLAIM AND MARSHAL CLAIM |
| 11931.0006 | 06/24/2010 | 15 A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH G. LURIE AND A. SPIZZ RE: EVALUATE TOTAL UNIVERSAL OF POSSIBLE CLAIMS AGAINST THE STATE |
| 11931.0006 | 06/24/2010 | 15 A | 1 | 495.00 | 1.30 | 643.50 | REVIEW SPRING STREET LEASE AND CLAIMS OBJECTION FOR CLAIMS ANALYSIS |
| 11931.0006 | 06/24/2010 | 15 A | 1 | 495.00 | 1.20 | 594.00 | REVIEW NEW PACIFIC LEASE AND LITIGATION MATERIAL RE: MOTION OBJECTING TO CLAIM/CLAIMS ESTIMATION |
| 11931.0006 | 06/24/2010 | 14 A | 1 | 405.00 | 8.80 | 3564.00 | CONTINUE TO DRAFT OBJECTION TO CLAIMS OF NEW |

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| Client ID 11931.0006 | ROCK | | & REPUBLIC ENTERPRISES, INC. | | | | |
| 11931.0006 | 06/24/2010 | 14 | A 1 | 405.00 | 1.20 | 486.00 | PACIFIC, BIBA AND MASHOUF REVIEW D. ALEXANDER SUMMARY OF GROUNDS FOR OBJECTING TO NEW PACIFIC'S CLAIM AND BIBA AND MASHOUF'S CLAIMS; (.4) MEMO TO D. ALEXANDER, A. SPIZZ AND A. GOLDSTEIN RE: ADDITIONAL GROUNDS FOR OBJECTING (.4); CONFERENCE WITH A. SPIZZ RE: SAME (.1); TELEPHONE CONFERENCE AND EMAILS WITH D. ALEXANDER RE: SAME (.3) |
| 11931.0006 | 06/24/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | DRAFT NOTICE OF HEARING ON OBJECTION TO CLAIMS OF ROCK AND REPUBLIC, BIBA AND MASHOUF |
| 11931.0006 | 06/25/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW GREENE ST. LEASE AND RELATED CORRESPONDENCE |
| 11931.0006 | 06/25/2010 | 15 | A 1 | 495.00 | 3.10 | 1534.50 | REVIEW PARTIES CLAIMS AND REVISE OBJECTION TO NEW PACIFIC AND RELATED |
| 11931.0006 | 06/25/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | REVIEW CLAIMS FILED TO DATE |
| 11931.0006 | 06/25/2010 | 14 | A 1 | 405.00 | 9.60 | 3888.00 | REVIEW STATEMENT OF FINANCIAL AFFAIRS TO SEE IF NEW PACIFIC, BIBA OR MASHOUF RECEIVED ANY AVAILABLE TRANSFERS (.1); REVIEW AND REVISE AND FINALIZE OBJECTION TO CLAIMS OF NEW PACIFIC, MASHOUF AND BIBA (9.5) |
| 11931.0006 | 06/25/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | EMAILS WITH D. ALEXANDER AND PARALEGAL RE: DOCUMENTS NEEDED TO FINALIZE CLAIM OBJECTION |
| 11931.0006 | 06/25/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN RE: NEW PACIFIC CLAIM OBJECTION |
| 11931.0006 | 06/25/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | EMAILS TO A. SPIZZ AND A. GOLDSTEIN AND COLEMAN FROST RE: CLAIM OBJECTION SERVED TODAY TO SN RE: E-FILED OF CLAIM; EMAIL OBJECTION WITH EXHIBITS ON MONDAY |
| 11931.0006 | 06/28/2010 | 15 | A 1 | 495.00 | 2.90 | 1435.50 | REVIEW CLAIMS REGISTER; CLAIMS FILED TO DATE |
| 11931.0006 | 06/28/2010 | 15 | A 1 | 495.00 | 0.90 | 445.50 | REVIEW REVISED CLAIM OF GREENE ST. (.3); REVIEW LEASE AND LITIGATION PAPERS RE: ANALYSIS OF CLAIM |
| 11931.0006 | 06/28/2010 | 14 | A 1 | 405.00 | 0.70 | 283.50 | PREPARE CLAIM OBJECTION EXHIBITS FOR E-FILED (.3); PREPARE AFFIDAVIT OF SERVICE (.1); DRAFT LETTER TO JUDGE ENCLOSING OBJECTION (.3) |
| 11931.0006 | 06/30/2010 | 15 | A 1 | 495.00 | 0.60 | 297.00 | REVIEW E-MAILS AND REVISED CLAIMS CALCULATION (GREENE ST.) |
| 11931.0006 | 07/01/2010 | 15 | A 1 | 495.00 | 1.80 | 891.00 | REVIEW CLAIMS REGISTER - FILES |
| 11931.0006 | 07/06/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | REVIEW OF CLAIMS |
| 11931.0006 | 07/06/2010 | 15 | A 1 | 495.00 | 1.30 | 643.50 | REVIEW CLAIMS FILED |
| 11931.0006 | 07/09/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | REVIEW RESPONSE OF 144 SPRING STREET TO OBJECTION TO CLAIM |
| 11931.0006 | 07/09/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | QUICK REVIEW OF 144 SPRING STREET'S RESPONSE TO OUR CLAIM OBJECTION AND EMAIL SAME TO CLIENT AND OTHER COUNSEL (.3); REVIEW JOINDER BY COMMITTEE (.1) |
| 11931.0006 | 07/11/2010 | 14 | A 1 | 405.00 | 0.30 | 121.50 | REVIEW 144 SPRING ST. LANDLORD'S RESPONSE TO DEBTOR'S CLAIM OBJECTION; REVIEW COMMITTEE'S JOINDER IN CLAIM OBJECTION |
| 11931.0006 | 07/12/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | CONFERENCE WITH J. MAKOWER RE: REPLY TO 144 SPRING ST. |
| 11931.0006 | 07/12/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | REVIEW AND REVISED REPLY TO 144 SPRING ST. OBJECTION |
| 11931.0006 | 07/12/2010 | 14 | A 1 | 405.00 | 0.90 | 364.50 | REVIEW 144 SPRING STREET'S RESPONSE TO OUR CLAIM OBJECTION (.2); CONFERENCE WITH A. SPIZZ RE: SAME AND DRAFTING REPLY (.2); EMAILS WITH S. ZILUCK RE: DOCUMENTATION AND EMAILS WITH A. SPIZZ RE: SAME AND CONTACTING BROKER AND ROSANNA (.2); REVIEW EMAILS RE: 144 SPRING ST. TRANSACTION AND EMAILS TO A. SPIZZ RE: SAME |

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|----------------------|-----------------------------------|------|-----|---------------------|--------|------------------|--------|--|
| Client ID 11931.0006 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| | | | | | | | (.3) | |
| 11931.0006 | 07/12/2010 | 14 | A | 1 | 405.00 | 2.20 | 891.00 | DRAFT REPLY TO RESPONSE OF 144 SPRING ST. REALTY TO OUR CLAIM OBJECTION; EMAIL TO A. GOLDSTEIN RE: FILING OF REPLY TODAY AND SERVING SAME TOMORROW |
| 11931.0006 | 07/12/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | EMAILS TO BROKER RE: 144 SPRING ST.; ARRANGE FOR CONFERENCE CALL TOMORROW |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | E-MAIL TO ATTORNEY FOR 144 SPRING RE: DISCOVERY SCHEDULE |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | CONFERENCE WITH A. GOLDSTEIN RE: PREPARATION FOR TELEPHONE CONFERENCE WITH 144 SPRING ST. ATTORNEYS |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.70 | 364.00 | TELEPHONE CONFERENCE WITH ATTORNEYS FOR 144 SPRING RE: DISCOVERY - OBJECTION CLAIM |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH BRUCE ARMSTRONG, SPECIAL COUNSEL RE: DISCOVERY SCHEDULE - NPR |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH SPECIAL LITIGATION COUNSEL RE: NPR; TELEPHONE CONFERENCE |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH SPECIAL LITIGATION COUNSEL AND COUNSEL FOR NPR RE: OBJECTION TO CLAIM DISCOVERY |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH SPECIAL LITIGATION COUNSEL RE: CONFERENCE WITH NPR RE: DISCOVERY SCHEDULE |
| 11931.0006 | 07/13/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO RE: STATUS OF GREENE STREET, SPRING ST. , NPR RE: CLAIM |
| 11931.0006 | 07/13/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | REVIEW 144 SPRING ST. REALTY FILE RE: WEDNESDAY HEARING; REVIEW LEASE |
| 11931.0006 | 07/13/2010 | 15 | A | 1 | 495.00 | 1.10 | 544.50 | CONFERENCE WITH A. SPIZZ RE: PREPARE FOR 2:00 P.M. TELEPHONE CONFERENCE WITH 144 SPRING ST. (.4); TELEPHONE CONFERENCE WITH ATTORNEYS FOR 144 SPRING ST. AND COMMITTEE AND DISCOVERY AND CLAIMS OBJECTIONS (.7) |
| 11931.0006 | 07/13/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH BRUCE ARMSTRONG, SPECIAL LITIGATION COUNSEL RE: NEW PACIFIC RODEO DISCOVERY SCHEDULE |
| 11931.0006 | 07/13/2010 | 14 | A | 1 | 405.00 | 0.30 | 121.50 | CONFERENCE WITH A. GOLDSTEIN RE: HEARING TOMORROW |
| 11931.0006 | 07/13/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | REVIEW EMAILS RE: NEW PACIFIC AND 144 SPRING |
| 11931.0006 | 07/13/2010 | 14 | A | 1 | 405.00 | 0.50 | 202.50 | TELEPHONE CONFERENCE WITH CHAMBERS RE: REPLY FILED YESTERDAY (.2); DRAFT LETTER TO JUDGE ENCLOSING REPLY (.2); CONFERENCE WITH A. GOLDSTEIN AND SN RE: SERVING REPLY AND REVIEW SERVICE LIST (.1) |
| 11931.0006 | 07/13/2010 | 14 | A | 1 | 405.00 | 0.90 | 364.50 | EMAILS AND TELEPHONE CONFERENCE WITH J. TRAVERS RE: 144 SPRING ST. (.2); CONFERENCE CALL WITH A. SPIZZ, A. GOLDSTEIN AND J. TRAVERS RE: 144 SPRING ST. (.4); CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: 144 SPRING ST. ARGUMENTS AND RESEARCH AND DISCOVERY STRATEGY (.3) |
| 11931.0006 | 07/14/2010 | 15 | A | 1 | 495.00 | 2.00 | 990.00 | ATTEND CLAIMS OBJECTION HEARING RE: 144 SPRING ST. INCLUDING TRAVEL |
| 11931.0006 | 07/14/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | DRAFT SCHEDULING ORDER AND MEDIATION ORDER RE: 144 SPRING ST. |
| 11931.0006 | 07/14/2010 | 15 | A | 1 | 495.00 | 1.20 | 594.00 | REVIEW CLAIM DOCKET |
| 11931.0006 | 07/14/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH SPECIAL LITIGATION COUNSEL RE: 3:00 P.M. TELEPHONE CONFERENCE WITH NEW PACIFIC |
| 11931.0006 | 07/14/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH COUNSEL FOR NEW |

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|---|------------|------|-------------------------|--------|------------------|---------|--|
| Client ID 11931.0006 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0006 | 07/14/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | PACIFIC AND SPECIAL LITIGATION COUNSEL RE: CLAIMS OBJECTION MOTION AND DISCOVERY SCHEDULE |
| 11931.0006 | 07/14/2010 | 15 | A 1 | 495.00 | 0.20 | 99.00 | TELEPHONE CONFERENCE WITH SPECIAL LITIGATION COUNSEL RE: DISCUSS RESULTS OF TELEPHONE CONFERENCE WITH NEW PACIFIC |
| 11931.0006 | 07/14/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH GREENE ST. ATTORNEY RE: CLAIMS OBJECTION AND SETTLEMENT DISCUSSIONS |
| 11931.0006 | 07/14/2010 | 14 | A 1 | 405.00 | 1.00 | 405.00 | REVISE SCHEDULING ORDER |
| 11931.0006 | 07/14/2010 | 14 | A 1 | 405.00 | 1.00 | 405.00 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ AND P. COHEN RE: 144 SPRING STREET AND RESEARCH RE: SAME AND LEGAL ARGUMENTS RE: SAME (.4); EMAILS WITH A. SPIZZ RE: ANTICIPATING REPUDIATION CLAIM (.3); CONFERENCE WITH P. COHEN RE: UNJUST ENRICHMENT CASE (.2); EMAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME (.1) |
| 11931.0006 | 07/15/2010 | 15 | A 1 | 495.00 | 0.60 | 297.00 | REVISE SCHEDULING ORDER RE: SPRING ST. |
| 11931.0006 | 07/15/2010 | 15 | A 1 | 495.00 | 1.70 | 841.50 | REVIEW CLAIMS DOCKET/CLAIMS |
| 11931.0006 | 07/15/2010 | 15 | A 1 | 495.00 | 1.30 | 643.50 | REVIEW NEW PACIFIC PLEADINGS; MOTION FOR SUMMARY JUDGMENT |
| 11931.0006 | 07/16/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | REVIEW REVISED SCHEDULING ORDER RE: SPRING ST. AND E-MAILS EXCHANGES |
| 11931.0006 | 07/16/2010 | 3 | A 1 | 520.00 | 1.20 | 624.00 | REVIEW KEY PROVISION OF SPRING STREET LEASE IN CONNECTION WITH OBJECTION TO CLAIM |
| 11931.0006 | 07/16/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | REVIEW PLEADING IN SPRING STREET PRE PETITION STATE COURT LITIGATION |
| 11931.0006 | 07/19/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | TELEPHONE CONFERENCE WITH SPRING ST. ATTORNEY RE: SCHEDULING ORDER (.6); REVISE ORDER (2X) (.4); TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL RE: SAME (.2) |
| 11931.0006 | 07/19/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH ATTORNEY FOR CLAIMANT RE: BAR DATE AND REQUEST TO FILE CLAIM |
| 11931.0006 | 07/19/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW GREENE ST. PROOF OF CLAIM AND REVISED CALCULATIONS; E-MAIL COUNTER PROPOSAL TO ATTORNEY |
| 11931.0006 | 07/19/2010 | 14 | A 1 | 405.00 | 0.70 | 283.50 | CONFERENCE WITH A. SPIZZ RE: 144 SPRING ST.; REVIEW EMAILS FROM A. GOLDSTEIN RE: NEW PACIFIC DATES |
| 11931.0006 | 07/19/2010 | 14 | A 1 | 405.00 | 2.30 | 931.50 | RESEARCH RE: OBJECTIONS TO 144 SPRING STREET CLAIM |
| 11931.0006 | 07/19/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH G. LURIE RE: GREENE ST. CLAIM AND SETTLEMENT DISCUSSIONS |
| 11931.0006 | 07/20/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | REVIEW SPRING ST. SCHEDULING ORDER |
| 11931.0006 | 07/20/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH CM RE: INDEMNIFICATION CLAIMS OF M.B. |
| 11931.0006 | 07/20/2010 | 15 | A 1 | 495.00 | 1.30 | 643.50 | REVIEW CLAIMS |
| 11931.0006 | 07/20/2010 | 14 | A 1 | 405.00 | 5.40 | 2187.00 | RESEARCH RE: OBJECTIONS TO 144 SPRING STREET CLAIM; EMAILS TO A. SPIZZ AND A. GOLDSTEIN RE: CASELAW |
| 11931.0006 | 07/20/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | EMAILS WITH P. COHEN RE: UNJUST ENRICHMENT DECISION; EMAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME |
| 11931.0006 | 07/20/2010 | 15 | A 1 | 495.00 | 1.70 | 841.50 | RESEARCH RE: NEW PACIFIC CLAIM |
| 11931.0006 | 07/20/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW SCHEDULING ORDER - SPRING ST.; SUBMIT TO CHAMBER |
| 11931.0006 | 07/20/2010 | 15 | A 1 | 495.00 | 2.10 | 1039.50 | RESEARCH RE: SPRING ST. CLAIM |
| 11931.0006 | 07/21/2010 | 3 | A 1 | 520.00 | 1.50 | 780.00 | TELEPHONE CONFERENCE WITH ALL ATTORNEY RE: NPR CLAIM |
| 11931.0006 | 07/21/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO, GREENE ST., |

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|----------------------|-----------------------------------|------|-------------------------|--------|------------------|---------|---|
| Client ID 11931.0006 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0006 | 07/21/2010 | 15 A | 1 | 495.00 | 0.90 | 445.50 | SPRING AND NPR CLAIMS OBJECTIONS REVIEW GREENS ST. CLAIM AND DRAFT DETAILED E-MAIL TO CLIENT RE: SETTLEMENT OFFER |
| 11931.0006 | 07/21/2010 | 14 A | 1 | 405.00 | 3.50 | 1417.50 | REVIEW LEASE; CONTINUE TO DO RESEARCH AND DRAFT ARGUMENTS IN SUPPORT OF OUR OBJECTION TO 144 SPRING STREET'S CLAIM |
| 11931.0006 | 07/21/2010 | 14 A | 1 | 405.00 | 0.90 | 364.50 | CONFERENCE WITH P. COHEN RE: ARGUMENTS FOR 144 SPRING STREET |
| 11931.0006 | 07/21/2010 | 3 A | 1 | 520.00 | 2.50 | 1300.00 | REVIEW MOTION FOR SUMMARY JUDGMENT IN STATE COURT ACTION RE: NPR |
| 11931.0006 | 07/21/2010 | 15 A | 1 | 495.00 | 1.50 | 742.50 | TELEPHONE CONFERENCE WITH COUNSEL FOR NEW PACIFIC, BIBA & MASHOUD AND COMMITTEE COUNSEL RE: SCHEDULING DISC. ORDER AND MOTION TO REIMPOSE STAY |
| 11931.0006 | 07/21/2010 | 15 A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH COURT RE: TRIAL DATES - NEW PACIFIC ET AL |
| 11931.0006 | 07/21/2010 | 15 A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH CO-COUNSEL RE: DISC. CONFERENCE CALL WITH NEW PACIFIC |
| 11931.0006 | 07/22/2010 | 15 A | 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH BIBA ATTORNEY RE: NEW PACIFIC CLAIMS OBJECTION |
| 11931.0006 | 07/22/2010 | 15 A | 1 | 495.00 | 1.00 | 495.00 | REVIEW CLAIMS; DISCUSSION WITH A. SPIZZ |
| 11931.0006 | 07/22/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH SPECIAL COUNSEL, COLEMAN RE: SPRING STREET OBJECTION |
| 11931.0006 | 07/22/2010 | 3 A | 1 | 520.00 | 2.50 | 1300.00 | REVIEW DOCUMENTS SENT BY CLIENT RE: SPRING STREET OBJECTIONS |
| 11931.0006 | 07/22/2010 | 3 A | 1 | 520.00 | 0.30 | 156.00 | E-MAIL WITH CLIENT RE: SPRING STREET ISSUES |
| 11931.0006 | 07/22/2010 | 3 A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH BOB LINDBRAND, ATTORNEY FOR BIBBI RE: NPR |
| 11931.0006 | 07/22/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH R & R IN HOUSE PARA RE: DOCUMENT PRODUCTION - SPRING STREET |
| 11931.0006 | 07/22/2010 | 14 A | 1 | 405.00 | 2.00 | 810.00 | CONTINUE TO DRAFT/REVIEW AND REVISE MEMO RE: 144 SPRING ST. ARGUMENTS |
| 11931.0006 | 07/22/2010 | 14 A | 1 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN RE: DRAFTING MOTION TO APPROVE SETTLEMENT WITH GREENE STREET |
| 11931.0006 | 07/22/2010 | 15 A | 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH CO-COUNSEL RE: E-MAIL CORRESPONDENCE (SPRING ST.) |
| 11931.0006 | 07/22/2010 | 15 A | 1 | 495.00 | 1.10 | 544.50 | REVIEW GREENE ST. CLAIM; TELEPHONE CONFERENCE WITH ADV.; SETTLE CLAIM |
| 11931.0006 | 07/23/2010 | 15 A | 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH CLIENTS RE: CLAIMS (.5); REVIEW SCHEDULES AND FILED CLAIMS 9.5) |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH POTENTIAL WITNESS RE: SPRING ST. CLAIM |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 1.50 | 780.00 | REVIEW ADDITIONAL DOCUMENTS SENT BY CLIENT |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 | REVIEW RESPONSE OF NPR TO CLAIM OBJECTION |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 0.40 | 208.00 | REVIEW RESPONSE OF BIBA INT. AND MASHOUF TO CLAIM OBJECTION |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 0.60 | 312.00 | PREPARE WITNESS LIST PER SCHEDULE ORDER RE: SPRING ST. |
| 11931.0006 | 07/23/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 | BEGIN DRAFTING DOCUMENT REQUEST |
| 11931.0006 | 07/23/2010 | 14 A | 1 | 405.00 | 0.10 | 40.50 | EMAILS WITH A. SPIZZ RE: BROKER AND 144 SPRING ST. |
| 11931.0006 | 07/23/2010 | 14 A | 1 | 405.00 | 1.20 | 486.00 | ADDITIONAL RESEARCH AND CONTINUE TO DRAFT MEMO RE: 144 SPRING ST. |
| 11931.0006 | 07/23/2010 | 15 A | 1 | 495.00 | 1.10 | 544.50 | REVIEW RESPONSES BY NEW PACIFIC, RODEO, BIBA AND MASHOUF AGAINST CLAIMS OBJECTION AND REINSTATE STAY MOTIONS |
| 11931.0006 | 07/23/2010 | 15 A | 1 | 495.00 | 1.30 | 643.50 | REVIEW TRANSCRIPT OF RR'S FORMER GENERAL COUNSEL |
| 11931.0006 | 07/23/2010 | 15 A | 1 | 495.00 | 1.70 | 841.50 | REVIEW CORRESPONDENCE RE: SPRING ST. |

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| Client ID 11931.0006 | ROCK | | & REPUBLIC ENTERPRISES, INC. | | | | |
| 11931.0006 | 07/26/2010 | 14 | A 1 | 405.00 | 0.50 | 202.50 | LITIGATION REVIEW RESPONSES AND OBJECTION FILED BY NEW PACIFIC, BIBA/MASHOUF AND COMMITTEE RE: CLAIM OBJECTIONS AND MOTION TO REINSTATE STAY |
| 11931.0006 | 07/26/2010 | 15 | A 1 | 495.00 | 1.10 | 544.50 | REVIEW DRAFT RESPONSE TO NEW PACIFIC, BIBA AND MASHOUF RESPONSE IN OPPOSITION TO DEBTOR'S MOTION; REVISIONS |
| 11931.0006 | 07/26/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | REVIEW CLAIMS; ANALYSIS |
| 11931.0006 | 07/26/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH CREDITORS RE: CLAIMS DEADLINE |
| 11931.0006 | 07/26/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW AND REVISE RESPONSE TO NEW PACIFIC OBJECTION TO RE-IMPOSE THE STAY |
| 11931.0006 | 07/26/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | E-MAIL WITH DEBTOR RE: WITNESS LIST PER COURT ORDER RE: SPRING ST. |
| 11931.0006 | 07/27/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW E-MAILS FROM CREDITORS RE: CLAIMS |
| 11931.0006 | 07/27/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAIL AND TELEPHONE CONFERENCE WITH BYRAN KAPLAN, ATTORNEY FOR BECKHAM LTD. - PROOF OF CLAIM |
| 11931.0006 | 07/27/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | PREPARE FOR HEARING IN BANKRUPTCY COURT ON CLAIM OF NPR AND BIBA AND REIMPOSE STAY |
| 11931.0006 | 07/27/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | VARIOUS TELEPHONE AND E-MAIL CONFERENCES WITH NPR COUNSEL RE: 105 ORDER AND SCHEDULING ORDER |
| 11931.0006 | 07/27/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: STATUS OF CLAIM OBJECTION |
| 11931.0006 | 07/27/2010 | 14 | A 1 | 405.00 | 2.80 | 1134.00 | CONTINUE TO REVIEW AND REVISE MEMO RE: 144 SPRING STREET ARBITRATION |
| 11931.0006 | 07/27/2010 | 14 | A 1 | 405.00 | 0.30 | 121.50 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: WHETHER DEPT OF LABOR FILED A CLAIM; EMAILS WITH W. YEUNG AT DONLIN RECANO RE: SAME; EMAILS WITH C. MANDERSON RE: SAME |
| 11931.0006 | 07/27/2010 | 15 | A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH NEW PACIFIC COUNSEL RE: WED. HEARINGS |
| 11931.0006 | 07/27/2010 | 15 | A 1 | 495.00 | 1.10 | 544.50 | REVIEW MANNY MASHOUF TRANSCRIPT |
| 11931.0006 | 07/27/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | NUMEROUS TELEPHONE CONFERENCES WITH ATTORNEYS RE: CLAIMS OBJECTIONS AND DISCOVERY SCHEDULE |
| 11931.0006 | 07/28/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CREDITORS RE: CLAIMS |
| 11931.0006 | 07/28/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW GREENE ST. FILE RE: SETTLEMENT |
| 11931.0006 | 07/28/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW RESEARCH RE: SPRING ST. |
| 11931.0006 | 07/28/2010 | 3 | A 1 | 520.00 | 2.20 | 1144.00 | ATTEND HEARING IN BANKRUPTCY COURT ON CLAIM OBJECTION AND REINSTATEMENT OF STAY AND TRAVEL |
| 11931.0006 | 07/28/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH DEBTOR RE: PREPARATION OF WITNESS LIST FOR 144 SPRING ST. |
| 11931.0006 | 07/28/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | FINAL WITNESS LIST PER SCHEDULING ORDER RE: 144 SPRING ST. |
| 11931.0006 | 07/28/2010 | 14 | A 1 | 405.00 | 4.30 | 1741.50 | EMAILS WITH A. GOLDSTEIN AND A. SOLOMON RE: GREENE STREET AND DRAFTING STIPULATION AND 9019 MOTION (.1); REVIEW FILE AND DRAFT STIPULATION AND 9019 MOTION (4.2) |
| 11931.0006 | 07/28/2010 | 14 | A 1 | 405.00 | 0.70 | 283.50 | CONFERENCE WITH A. GOLDSTEIN RE: 144 SPRING ST. ARGUMENTS AND STATUS; REVIEW EMAIL TO A. GAUPP; (.2); CONFERENCE WITH A. SPIZZ RE: SPRING ST. MEMO (.1) RESEARCH RE: UNJUST ENRICHMENT AND EMAILS TO A. SPIZZ AND A. GOLDSTEIN RE: UNJUST ENRICHMENT |
| 11931.0006 | 07/28/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH D. COLEMAN RE: COLEMAN FROST PROOF OF CLAIM; EMAIL TO D. COLEMAN RE: FORM TO USE |
| 11931.0006 | 07/28/2010 | 15 | A 1 | 495.00 | 2.10 | 1039.50 | REVIEW SPRING STREET RESEARCH |
| 11931.0006 | 07/29/2010 | 3 | A 1 | 520.00 | 0.60 | 312.00 | ATTEND WITNESS LIST FOR 144 SPRING |
| 11931.0006 | 07/29/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | CONTINUE DRAFT SPRING ST. DOCUMENT REQUEST |

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| Client ID 11931.0006 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0006 | 07/29/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 | REVIEW SETTLEMENT AGREEMENT BETWEEN NPR AND BIBA |
| 11931.0006 | 07/29/2010 | 14 A 1 | 405.00 | 2.90 | 1174.50 | CONTINUE TO DRAFT/REVISE GREENE ST. STIPULATION AND 9019 MOTION (2.4); CONFERENCE WITH A. GOLDSTEIN RE: STIPULATION AND SENDING STIPULATION TO J. SULLIVAN AND REVIEW A. GOLDSTEIN'S REVISIONS TO STIPULATION (.3); FINALIZE STIP (.2) |
| 11931.0006 | 07/29/2010 | 14 A 1 | 405.00 | 0.40 | 162.00 | EMAIL TO J. SULLIVAN EXPLAINING PROPOSED SETTLEMENT WITH GREENE STREET AND REQUESTING COMMENTS ON PROPOSED STIPULATION |
| Total for Client ID 11931.0006 Billable 213.90 99808.00 ROCK & REPUBLIC ENTERPRISES, INC. RE: CLAIMS ADMINISTRATION & OBJECTIONS | | | | | | |

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| Client ID 11931.0008 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0008 | 04/13/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | REVIEW AND REVISE APPLICATION FOR MONTHLY COMPENSATION |
| 11931.0008 | 05/06/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW INTERIM COMPENSATION ORDER |
| 11931.0008 | 05/06/2010 | 14 | A | 485 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH J. LISI RE: INTERIM COMPENSATION ORDER AND E-MAIL RE: SAME |
| 11931.0008 | 05/12/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | REVIEW FTI APPLICATION TO BE RETAINED |
| 11931.0008 | 05/19/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | PREPARE MONTH FEE STATEMENT, PER MONTHLY COMPENSATION ORDER FOR 4/1-4/30 AND LETTER TO NOTIFY PARTIES |
| 11931.0008 | 05/19/2010 | 14 | A | 361 | 405.00 | 0.10 | 40.50 | E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: MONTHLY FEE STATEMENTS |
| 11931.0008 | 05/20/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | REVIEW FEE STATEMENT OF ATLAS AND MTA |
| 11931.0008 | 05/20/2010 | 14 | A | 456 | 405.00 | 0.30 | 121.50 | REVIEW M. TRAUB APRIL INVOICE AND E-MAIL TO U.S. TRUSTEE AND COMMITTEE RE: SAME AND E-FILE SAME |
| 11931.0008 | 06/04/2010 | 14 | A | 485 | 405.00 | 0.20 | 81.00 | TELEPHONE CONFERENCE WITH C. MOORMAN RE: ATLAS INVOICE |
| 11931.0008 | 06/09/2010 | 3 | A | 1 | 520.00 | 1.50 | 780.00 | REVIEW MAY BILLINGS AND PREPARE LETTER PURSUANT TO MONTHLY COMPENSATION ORDER |
| 11931.0008 | 06/11/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: FEE STATEMENT; E-MAIL TO A. SPIZZ RE: SAME |
| 11931.0008 | 06/11/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | E-MAILS WITH C. MOORMAN RE: QUESTION ON ATLAS INVOICE |
| 11931.0008 | 06/15/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: FEE STATEMENT |
| 11931.0008 | 06/16/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | REVIEW TRAUB MONTHLY STATEMENT FOR MAY |
| 11931.0008 | 06/16/2010 | 14 | A | 1 | 405.00 | 0.30 | 121.50 | TELEPHONE CONFERENCE WITH C. MANDERSON RE: MAY 2010 BILL (.1); TELEPHONE CONFERENCE WITH R. MORRISSEY RE: INVOICES AND LUMPING (.2) |
| 11931.0008 | 06/17/2010 | 14 | A | 1 | 405.00 | 0.10 | 40.50 | E-MAIL TO C. MANDERSON RE: TIME ENTRIES; E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME |
| 11931.0008 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | REVIEW FTI'S FEE STATEMENT FOR 4/15-5/3110 |
| Total for Client ID 11931.0008 Billable 6.80 3334.50 ROCK & REPUBLIC ENTERPRISES, INC. RE: FEE APPLICATIONS | | | | | | | | |

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| Client ID 11931.0009 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0009 | 04/08/2010 | 14 A 1 | 405.00 | 3.80 | 1539.00 | REVISE CHART OF DATES, DEADLINES AND MOTIONS (.4); TELEPHONE CONFERENCE WITH CHAMBERS TO OBTAIN HEARING DATE FOR INSURANCE MOTION (.2); CONTINUE TO DRAFT TRAUB AFFIDAVIT AND CONTINUE TO DRAFT J. STEINBERG AFFIDAVIT; TELEPHONE CONFERENCES WITH M. MARTIN AT U.S. TRUSTEE'S OFFICE RE: HER COMMENTS ON ATLAS RETENTION AND INDEMNIFICATION ISSUES, ETC. (.4); E-MAILS WITH M. MARTIN RE: SAME; REVIEW INDEMNIFICATION LANGUAGE PROVIDED BY M. MARTIN (.2); TELEPHONE CONFERENCE WITH N. ENTHOVEN RE: ATLAS AND E-MAIL TO N. ENTHOVEN (.3); REVIEW PETITIONS AND CONFERENCE WITH A. SPIZZ RE: SAME (.2); MEMO TO A. SPIZZ RE: ASSETS (.2); E-MAILS WITH A. GOLDSTEIN AND A. SPIZZ RE: M. TRAUB ASSOCIATES RETENTION AND AMENDING PETITION (.2); REVIEW ADMINISTRATIVE BAR ORDER M389 AND E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME (.3); CONTINUE TO DRAFT OPPOSITION TO VENUE MOTION (1.4) |
| 11931.0009 | 04/09/2010 | 14 A 1 | 405.00 | 7.00 | 2835.00 | CONFERENCE WITH A. SPIZZ (1.5); TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: OBJECTION TO ATLAS AND TRAUB RETENTIONS (2.0); REVIEW AND REVISE M. TRAUB RETNETION PAPERS IN ACCORDANCE WITH U.S. TRUSTEE'S COMMENTS; (2.0); WORK ON APPLICATION TO RETAIN SPECIAL COUNSEL (1.5) |
| 11931.0009 | 04/12/2010 | 14 A 341 | 405.00 | 1.10 | 445.50 | CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: ORGANIZATIONAL MEETING TODAY AND APPOINTMENT OF COMMITTEE AND COMMITTEE COUNSEL (.2); REVISE RETENTION APPLICATIONS AND PROPOSED ORDERS FOR MARVIN TRAUB ASSOCIATES AND ATLAS ADVISORS (.9) |
| 11931.0009 | 04/13/2010 | 3 A 1 | 520.00 | 0.80 | 416.00 | REVIEW APPLICATION FROM INVESTMENT ADVISOR AND SPECIAL CORP. COUNSEL |
| 11931.0009 | 04/20/2010 | 3 A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH U.S. TRUSTEE RE: RETENTION APPLICATION FOR MTA & AA |
| 11931.0009 | 04/20/2010 | 14 A 361 | 405.00 | 2.10 | 850.50 | E-MAIL TO A. GOLDSTEIN RE: CONFERENCE CALL THIS MORNING WITH U.S. TRUSTEE (.1); TELEPHONE CONFERENCE WITH R. MORRISSEY, M. MARTIN AND A. GOLDSTEIN RE: RETENTION ISSUES CONCERNING ATLAS ADVISORS AND M. TRAUB (1.5); CONFERENCE WITH A. GOLDSTEIN RE: LIGHTSHIP ISSUES (.2); REVIEW ORDER IN YOUNG BROADCASTING PROVIDED BY R. MARION AND REVIEW D. ADAMS ARTICLE RE: SECTION 328 AND CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SECTION 330 ISSUE (.3) |
| 11931.0009 | 04/20/2010 | 14 A 456 | 405.00 | 0.50 | 202.50 | REVIEW 11/09 ADMINISTRATIVE ORDER RE: FEES AND E-MAIL SAME TO C. MANDERSON (.2); TELEPHONE CONFERENCE WITH C. MANDERSON RE: SAME AND RE: U.S. TRUSTEE'S COMMENTS YESTERDAY ON MANDERSON RETENTION AND RE: AUDIT BY ACCOUNTANT AND E-MAIL TO C. MANDERSON RE: SAME AND E-MAIL TO A. SPIZZ RE: ACCOUNT AND AUDIT (.3) |
| 11931.0009 | 04/20/2010 | 14 A 341 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. SPIZZ RE: TRAUB RETENTION |
| 11931.0009 | 04/20/2010 | 14 A 452 | 405.00 | 1.00 | 405.00 | REVIEW AND REVISE TRAUB RETENTION ORDER IN ACCORDANCE WITH U.S. TRUSTEE COMMENTS |
| 11931.0009 | 04/21/2010 | 3 A 1 | 520.00 | 2.00 | 1040.00 | VARIOUS TELEPHONE CONFERENCES WITH U.S. TRUSTEE - ATLAS ADVISORS, MARVIN TAUB - OBJECTION TO PROFESSIONAL APPLICATIONS |

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| Client ID 11931.0009 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0009 | 04/21/2010 | 3 | A | 1 | 520.00 | 2.70 | 1404.00 | MEETING WITH COUNSEL FOR CC AND FTI |
| 11931.0009 | 04/22/2010 | 3 | A | 1 | 520.00 | 2.50 | 1300.00 | REVISE RETENTION AGREEMENT FOR ATLAS AND MTA |
| 11931.0009 | 04/23/2010 | 3 | A | 1 | 520.00 | 3.00 | 1560.00 | TELEPHONE CONFERENCE WITH U.S. TRUSTEE AND REVIEW TO PROFESSIONAL FEE APPLICATION AND RETENTION |
| 11931.0009 | 04/23/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH MTA - AMENDMENT TO RETENTION AGREEMENTS |
| 11931.0009 | 04/23/2010 | 15 | A | 1 | 495.00 | 2.00 | 990.00 | TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: RETENTION OF PROFESSIONALS; REVIEW DOCUMENTS |
| 11931.0009 | 04/23/2010 | 14 | A | 361 | 405.00 | 6.80 | 2754.00 | E-MAILS TO M. MARTIN RE: AVAILABILITY FOR CONFERENCE CALL RE: RETENTION PAPERS TODAY AT 2:30 P.M. AND CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME (.1); REVISE RETENTION PAPERS AND E-MAIL REVISED DRAFTS TO U.S. TRUSTEE (3.8); CONFERENCE CALL WITH T. DAVIS, L. RIFKIN, R. MORRISSEY, M. MARTIN, A. SPIZZ AND A. GOLDSTEIN RE: RETENTION ISSUES RE: RETENTION APPLICATIONS OF TNSJ, MANDERSON, ATLAS AND TRAUB (1.2); CONFERENCE WITH A. SPIZZ RE: REQUESTED REVISIONS TO ATLAS (.2); REVISE ATLAS PROPOSED ORDER (.2); E-MAIL WITH JULIAN STEINBERG AND N. ENTHOVEN RE: SAME (.1); CONFERENCE WITH A. SPIZZ RE: SAME (.1); REVISE ORDER AGAIN AND E-MAILS WITH J. STEINBERG AND N. ENTHOVEN RE: SAME (.3); REVISE AFFIDAVIT OF J. STEINBERG (.4); E-MAILS RE: SAME (.1) |
| 11931.0009 | 04/26/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | VARIOUS TELEPHONE WITH COMMITTEE COUNSEL AND U.S. TRUSTEE AND ADVISOR RE: RETENTION ORDER |
| 11931.0009 | 04/26/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | REVIEW OBJECTION FILED BY CC TO ATLAS ADVISORS AND MARIM TRANSFER AND E-MAIL WITH CC COUNSEL |
| 11931.0009 | 04/26/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | REVIEW AND REVISE NUMEROUS DRAFT - RETENTION OF PROFESSIONALS |
| 11931.0009 | 04/27/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | E-MAIL AND TELEPHONE CONFERENCE ATTORNEY FOR CC AND U.S. TRUSTEE RE: RETENTION ATLAS ADVISORS, MANDELSON FIRM |
| 11931.0009 | 04/27/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | REVISIONS TO ATLAS AGREEMENT |
| 11931.0009 | 04/28/2010 | 3 | A | 1 | 520.00 | 1.50 | 780.00 | ATTEND COURT HEARING ON RETENTION APPLICATION AND TRAVEL |
| 11931.0009 | 04/28/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | REVIEW MANDELSON ORDER PER CONVERSATION WITH U.S. TRUSTEE |
| 11931.0009 | 04/28/2010 | 15 | A | 1 | 495.00 | 3.70 | 1831.50 | PREPARE FOR AND ATTEND COURT HEARINGS RE: RETENTION OF PROFESSIONALS AND MONTHLY COMPENSATION ORDER |
| 11931.0009 | 04/28/2010 | 15 | A | 1 | 495.00 | 1.10 | 544.50 | REVISE ENGAGEMENT LETTER (ATLAS) AND PROPOSED ORDER; COMMENTS FROM COMM. COUNSEL; TELEPHONE CONFERENCE WITH ATLAS' EXECUTIVE ENG. LETTER |
| 11931.0009 | 04/28/2010 | 14 | A | 361 | 405.00 | 0.60 | 243.00 | E-MAIL TO A. GOLDSTEIN AND C. MANDERSON RE: HEARING THIS MORNING (.1); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: HEARINGS TODAY (.3); CONFERENCE WITH A. GOLDSTEIN RE: REVISING ENGAGEMENT LETTER AND E-MAIL TO A. GOLDSTEIN RE: SAME (.1); REVIEW E-MAIL TO R. MORRISSEY RE: EMPLOYMENT OF G. SILBERT AND A. MINTZ AND CONFERENCE WITH A. SPIZZ RE: SAME (.1) |
| 11931.0009 | 05/03/2010 | 14 | A | 361 | 405.00 | 0.20 | 81.00 | E-MAIL TO C. MANDERSON AND M. TRAUB RE: RETENTION ORDERS AND INTERIM COMPENSATION |
| 11931.0009 | 05/04/2010 | 14 | A | 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. GOLDSTEIN RE: SEEKING |

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|---|-------------------|-------------|----------|----------|------------------|-------------|----------------------|---------------|--|
| Client ID 11931.0009 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | | |
| | | | | | | | | | RETENTION OF COLEMAN FROST RE: BEVERLY HILLS LEASE NEGOTIATION |
| 11931.0009 | 05/06/2010 | 14 | A | | 361 | 405.00 | 2.20 | 891.00 | E-MAIL TO A. GOLDSTEIN RE: COLEMAN FROST; PREPARE DRAFTS OF NOTICE OF COLEMAN FROST RETENTION APPLICATION; RETENTION APPLICATION, AFFIDAVIT AND PROPOSED ORDER; E-MAIL TO D. COLEMAN REQUESTING INFORMATION WE NEED TO COMPLETE RETENTION PAPERS; E-MAILS WITH D. COLEMAN'S OFFICE RE: INFORMATION WE REQUESTED; REVISE RETENTION PAPERS |
| 11931.0009 | 05/06/2010 | 14 | A | | 456 | 405.00 | 0.30 | 121.50 | REVIEW E-MAILS FROM C. MANDERSON AND M. HUGHES AT MOSS ADAMS; E-MAILS TO C. MANDERSON RE: INFORMATION WE NEED TO PREPARE RETENTION PAPERS FOR MOSS ADAMS AND QUESTIONS RE: SAME; CONFERENCE WITH A. GOLDSTEIN RE: STATUS |
| 11931.0009 | 05/06/2010 | 14 | A | | 1 | 405.00 | 0.30 | 121.50 | BEGIN TO PREPARE MOSS ADAMS RETENTION PAPERS; E-MAIL TO C. MANDERSON RE: BILLING AND INVOICES |
| 11931.0009 | 05/07/2010 | 15 | A | | 1 | 495.00 | 0.90 | 445.50 | REVIEW AND REVISE ATLAS ENGAGEMENT; TELEPHONE CONFERENCE WITH COMM. COUNSEL |
| 11931.0009 | 05/07/2010 | 14 | A | | 456 | 405.00 | 1.20 | 486.00 | REVIEW COLEMAN FROST RETAINER AGREEMENT; CONFERENCE WITH A. GOLDSTEIN RE: COLEMAN FROST ISSUES AND M. BALL GUARANTEE; DRAFT RETENTION AFFIDAVIT OF D. COLEMAN; DRAFT PROPOSED RETENTION ORDER; DRAFT NOTICE OF RETENTION APPLICATION |
| 11931.0009 | 05/10/2010 | 15 | A | | 1 | 495.00 | 0.80 | 396.00 | REVIEW E-MAILS RE: RETENTION OF MOSS ADAMS FOR AUDIT |
| 11931.0009 | 05/10/2010 | 14 | A | | 485 | 405.00 | 0.40 | 162.00 | TELEPHONE CONFERENCE CALL WITH J. SULLIVAN AND JUDY LISI OF ATLAS RE: COMPLYING WITH FEE GUIDELINES AND INTERIM FEE ORDER (.3); E-MAILS TO J. SULLIVAN AND J. LISI RE: SAME (.1) |
| 11931.0009 | 05/10/2010 | 14 | A | | 452 | 405.00 | 0.90 | 364.50 | REVIEW AND REVISE COLEMAN RETENTION AFFIDAVIT (.4); DRAFT APPLICATION FOR RETENTION OF COLEMAN FROST (.5) |
| 11931.0009 | 05/10/2010 | 14 | A | | 341 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: ATLAS REVISED AGREEMENT; E-MAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME |
| 11931.0009 | 05/10/2010 | 14 | A | | 361 | 405.00 | 0.30 | 121.50 | E-MAIL TO C. MANDERSON RE: TYPE OF AUDIT THAT IS REQUIRED BY MOSS ADAMS; E-MAILS WITH A. GOLDSTEIN AND A. SPIZZ RE: SAME; READ E-MAILS FROM DEBTORS AND MOSS ADAMS AND C. MANDERSON RE: MOSS ADAMS FEES |
| 11931.0009 | 05/11/2010 | 14 | A | | 452 | 405.00 | 0.40 | 162.00 | REVIEW AND REVISE COLEMAN FROST AFFIDAVIT AND PROPOSED ORDER AND E-MAIL TO D. COLEMAN |
| 11931.0009 | 05/12/2010 | 14 | A | | 1 | 405.00 | 2.20 | 891.00 | DRAFT COLEMAN APPLICATION (1.0); E-MAILS WITH G. LURIE RE: SAME (.2); DRAFT NOTICE OF COLEMAN FROST APPLICATION (.3); E-MAILS AND TELEPHONE CONFERENCE WITH D. COLEMAN (.2); TELEPHONE CONFERENCES WITH G. LURIE (.2); CONFERENCE WITH A. SPIZZ RE: FTI (.1); E-FILE COLEMAN FROST RETENTION PAPERS (.2) |
| 11931.0009 | 05/13/2010 | 3 | A | | 1 | 520.00 | 0.80 | 416.00 | REVIEW AR APPLICATION TO BE RETAINED |
| 11931.0009 | 05/13/2010 | 3 | A | | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH MARTIN HUGHES OF MOSS ADAMS RE: RETENTION |
| 11931.0009 | 05/13/2010 | 15 | A | | 1 | 495.00 | 0.70 | 346.50 | REVISE ATLAS RETENTION ORDER; TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: SAME |
| 11931.0009 | 05/13/2010 | 14 | A | | 341 | 405.00 | 0.50 | 202.50 | CONFERENCE WITH A. GOLDSTEIN RE: MOSS ADAMS AND SECTION 327(c); RESEARCH RE: SAME; REVIEW ANGELEKA FILMS CASE AND E-MAILS TO A. SPIZZ |

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| Client ID 11931.0009 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0009 | 05/13/2010 | 14 A | 341 | 405.00 | 0.20 | 81.00 RE: SAME CONFERENCE WITH A. SPIZZ RE: FTI RETENTION; REVIEW SECTION 1103 |
| 11931.0009 | 05/13/2010 | 14 A | 456 | 405.00 | 0.10 | 40.50 REVIEW E-MAILS RE: ATLAS |
| 11931.0009 | 05/14/2010 | 14 A | 485 | 405.00 | 0.20 | 81.00 TELEPHONE CONFERENCE WITH R. MORRISSEY RE: COLEMAN FROST |
| 11931.0009 | 05/17/2010 | 3 A | 1 | 520.00 | 1.50 | 780.00 MOSS ADAMS RETENTION - PAPER |
| 11931.0009 | 05/17/2010 | 15 A | 1 | 495.00 | 0.60 | 297.00 TELEPHONE CONFERENCE WITH ARENT FOX RE: ATLAS ENGAGEMENT; TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: SAME |
| 11931.0009 | 05/17/2010 | 15 A | 1 | 495.00 | 2.00 | 990.00 RESEARCH RE: OBJECTION TO RETENTION OF INV. BANKER BY COMM. |
| 11931.0009 | 05/18/2010 | 15 A | 1 | 495.00 | 4.80 | 2376.00 RESEARCH RE: OBJECTIONS TO FTI APPLICATION TO BE RETAINED; DRAFT OBJECTION |
| 11931.0009 | 05/18/2010 | 15 A | 1 | 495.00 | 0.20 | 99.00 TELEPHONE CONFERENCE WITH U.S. TRUSTEE'S OFFICE RE: FTI APPLICATION TO BE RETAINED |
| 11931.0009 | 05/18/2010 | 3 A | 1 | 520.00 | 1.60 | 832.00 TELEPHONE CONFERENCE WITH ATTORNEY FOR MOSS ADAMS (.4) AND COMPLETE APPLICATION, DECLARATION AND ORDER FOR RETENTION (1.2) |
| 11931.0009 | 05/18/2010 | 14 A | 485 | 405.00 | 0.30 | 121.50 TELEPHONE CONFERENCE WITH R. MORRISSEY RE: FTI; CONFERENCE WITH A. GOLDSTEIN RE: SAME AND FTI ISSUES |
| 11931.0009 | 05/18/2010 | 14 A | 454 | 405.00 | 0.70 | 283.50 RESEARCH ISSUE RE: COMMITTEE'S RETENTION OF FINANCIAL ADVISORS AND RE: SECTION 1103(b) AND 328(c) AND RE: ADVERSE INTEREST AND PREPARE PORTION OF ARGUMENT FOR OBJECTION TO FTI'S RETENTION |
| 11931.0009 | 05/19/2010 | 3 A | 1 | 520.00 | 0.50 | 260.00 TELEPHONE CONFERENCE WITH CC COUNSEL AND FTI RE: RESOLUTION OF OBJECTION |
| 11931.0009 | 05/19/2010 | 3 A | 1 | 520.00 | 0.80 | 416.00 E-MAIL WITH MARTIN HUGHES OF MA RE: REVISION TO ENGAGEMENT LETTER AND APPLICATION |
| 11931.0009 | 05/19/2010 | 15 A | 1 | 495.00 | 5.00 | 2475.00 DRAFT OBJECTION TO FTI RETENTION APPLICATION; TELEPHONE CONFERENCE WITH COMM. COUNSEL AND FTI; RESEARCH |
| 11931.0009 | 05/19/2010 | 14 A | 361 | 405.00 | 0.30 | 121.50 E-MAIL TO R. MORRISSEY RE: U.S. TRUSTEE'S ISSUES RE: COLEMAN FROST RETENTION; E-MAILS WITH D. COLEMAN RE: SAME |
| 11931.0009 | 05/20/2010 | 3 A | 1 | 520.00 | 1.10 | 572.00 VARIOUS E-MAILS WITH ATTORNEY FOR CC (.6) AND U.S. TRUSTEE (.5) RE: RETENTION OF COLEMAN FROST |
| 11931.0009 | 05/20/2010 | 14 A | 485 | 405.00 | 0.50 | 202.50 TELEPHONE CONFERENCE WITH C. MANDERSON RE: C. MANDERSON E-MAILING MONTHLY BILLING STATEMENT TO ME LATE TONIGHT FOR E-FILING; REVIEW MSM COVER LETTER AND INVOICE; E-MAILS TO C. MANDERSON RE: SAME; E-FILE SAME AND E-MAIL SAME |
| 11931.0009 | 05/20/2010 | 14 A | 341 | 405.00 | 0.40 | 162.00 CONFERENCE WITH A. SPIZZ RE: U.S. TRUSTEE'S COMMENTS NO COLEMAN; E-MAILS WITH D. COLEMAN RE: SAME; REVIEW E-MAILS FROM C. MANDERSON RE: R&R'S ARTICLES OF INCORPORATION; CONFERENCE WITH A. SPIZZ RE: SAME |
| 11931.0009 | 05/20/2010 | 14 A | 456 | 405.00 | 0.10 | 40.50 REVIEW E-MAIL FROM A. SPIZZ TO R. MORRISSEY RE: COLEMAN FROST; E-MAIL TO R. MORRISSEY RE: PROPOSED ORDER |
| 11931.0009 | 05/20/2010 | 14 A | 456 | 405.00 | 0.40 | 162.00 REVIEW ATLAS' MONTHLY FEE STATEMENT; CONFERENCE WITH A. SPIZZ RE: CONFIDENTIAL INFORMATION CONTAINED THEREIN; E-MAILS TO ATLAS RE: SAME; E-MAILS TO U.S. TRUSTEE AND COMMITTEE RE: SAME; E-MAILED REVISED ATLAS BILLING STATEMENT TO COMMITTEE AND TRUSTEE |

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| Client ID 11931.0009 | ROCK | | | & REPUBLIC ENTERPRISES, INC. | | | | |
| 11931.0009 | 05/24/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | REVIEW FTI AMENDED APPLICATION AND PROPOSED ORDER; REVISE PROPOSED ORDER |
| 11931.0009 | 05/24/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | E-MAIL WITH ATTORNEY FOR MOSS ADAMS RE: REVISIONS TO RETENTION APPLICATION |
| 11931.0009 | 05/24/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | FURTHER REVISION TO MOSS ADAMS APPLICATION TO BE RETAINED AND E-MAIL WITH MA |
| 11931.0009 | 05/25/2010 | 14 | A | 485 | 405.00 | 0.70 | 283.50 | TELEPHONE CONFERENCE WITH R. MORRISSEY RE: HEARINGS TOMORROW AND STATUS OF DEBTOR-IN-POSSESSION ORDER ND RE: QUESTIONS ON COLEMAN FROST (.2); E-MAILS WITH A. GOLDSTEIN RE: SAME (.2); CONFERENCE WITH A. GOLDSTEIN RE: SAME AND COLEMAN FROST AND ARTICLES OF INCORPORATION AND REPRESENTATIONS THAT U.S. TRUSTEE WILL REQUEST AT THE COLEMAN FROST HEARING TOMORROW (.3) |
| 11931.0009 | 05/25/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | REVIEW REVISED APPLICATION FOR FTI FOR RETENTION |
| 11931.0009 | 06/02/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAILS WITH MOSS ADAMS RE: AMENDMENT TO APPLICATION TO BE RETAINED |
| 11931.0009 | 06/02/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | REVIEW COMMITTEES OBJECTIONS TO MA RETENTION |
| 11931.0009 | 06/04/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH COMMITTEE PROFESSIONAL RE: MOSS ADAMS |
| 11931.0009 | 06/07/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH MARTIN HUGHES RE: MOSS ADAMS RETENTION |
| 11931.0009 | 06/08/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO RE: MOSS ADAMS RETENTION |
| 11931.0009 | 06/08/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH CRO - MA RETENTION MODIFICATION |
| 11931.0009 | 06/08/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH MARTIN HUGHES RE: AMENDED ENGAGEMENT AGREEMENT |
| 11931.0009 | 06/09/2010 | 3 | A | 1 | 520.00 | 1.20 | 624.00 | REVIEW THE FOLLOWING MA AGREEMENT, AUDIT LETTER FOR 401K; REVIEW LETTER; TAX AGREEMENT; IRS AGREEMENT |
| 11931.0009 | 06/09/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH MARTIN HUGHES RE: REVISED MA AGREEMENTS |
| 11931.0009 | 06/09/2010 | 3 | A | 1 | 520.00 | 1.00 | 520.00 | REVISED HUGHES DECLARATION IN ACCORDANCE WITH REVISED AGREEMENTS AND E-MAIL WITH M.H. |
| 11931.0009 | 06/09/2010 | 3 | A | 1 | 520.00 | 0.90 | 468.00 | DRAFT AMENDED APPLICATION OF DEBTOR TO RETAIN MA IN ACCORDANCE WITH REVISED RETENTION AGREEMENT |
| 11931.0009 | 06/10/2010 | 3 | A | 1 | 520.00 | 0.90 | 468.00 | REVIEW REVISED M.A. ENGAGEMENT AGREEMENT (.6); E-MAIL TO DEBTOR'S CFO (.3) |
| 11931.0009 | 06/15/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CORP. COUNSEL RE: AMENDMENT TO M.A. RETENTION |
| 11931.0009 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | FURTHER REVISIONS TO MOSS ADAMS RETENTION APPLICATION AS AMENDED |
| 11931.0009 | 06/23/2010 | 3 | A | 1 | 520.00 | 0.10 | 52.00 | TELEPHONE CONFERENCE WITH JORDANA RE: MOSS ADAMS AMENDED RETENTION BUDGET |
| 11931.0009 | 06/23/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW ARENT FOX STATEMENTS |
| 11931.0009 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | E-MAILS WITH GRAEME SITTUET RE: MA RETENTION |
| 11931.0009 | 06/28/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH RICHARD MORRISON RE: M.A. RETENTION AND CASE STATUS |
| 11931.0009 | 06/29/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | E-MAIL JORDANA AND MORRISSEY RE: MA REVISED ORDER |
| 11931.0009 | 06/29/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | TELEPHONE CONFERENCE WITH CHAMBERS RE: M.A. REVISED ORDER |
| 11931.0009 | 07/06/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | TELEPHONE CONFERENCE WITH CHRIS MANDERSON RE: OBJECTION TO MONTHLY FEE STATEMENT |
| 11931.0009 | 07/08/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH CHERYL, CFO RE: ALLOCATION OF MONTHLY PROFESSIONAL |

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|--|-----------------------|-------------|------------|-----------------------------|-------------|--------------------------|---------------|---|
| Client ID 11931.0009 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| | | | | | | | | COMPENSATION |
| 11931.0009 | 07/16/2010 | 3 | A | 1 | 520.00 | 2.00 | 1040.00 | REVIEW AND REVISE MONTHLY FEE STATEMENT FOR FIRM PER COURT ORDER |
| 11931.0009 | 07/21/2010 | 3 | A | 1 | 520.00 | 1.20 | 624.00 | REVIEW MONTHLY FEE STATEMENT AND AR AND FTI |
| 11931.0009 | 07/28/2010 | 14 | A | 1 | 405.00 | 0.20 | 81.00 | EMAILS WITH J. LISI RE: ATLAS JUNE INVOICE AND EMAILS WITH A. SPIZZ RE: SAME; EMAIL TO COMMITTEE, U.S. TRUSTEE, ETC. RE: SAME |
| Total for Client ID 11931.0009 Billable 104.00 49303.00 ROCK & REPUBLIC ENTERPRISES, INC. RE: FEE/EMPLOYMENT OBJECTIONS | | | | | | | | |

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| Client ID 11931.0010 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0010 | 05/06/2010 | 14 | A | 341 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. SPIZZ RE: OUTLINE OF A PLAN OF REORGANIZATION AND BAR DATE APPLICATION; CONFERENCE WITH A. GOLDSTEIN RE: NOTICING AGENT; CONFERENCE WITH J. GRUBIN RE: SAME |
| 11931.0010 | 06/11/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH COMMITTEE'S PROFESSIONALS RE: PLAN PROPOSAL |
| 11931.0010 | 06/11/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAIL TO DEBTORS WITH SUMMARY OF PLAN DISCUSSIONS WITH CC PROFESSIONALS |
| 11931.0010 | 06/22/2010 | 2 | A | 1 | 540.00 | 0.30 | 162.00 | CONFERENCE WITH A. SPIZZ RE: EXCLUSIVITY ISSUES AS TO PLAN AND NEGOTIATION WITH THIRD PARTIES FOR PLAN FINANCING |
| 11931.0010 | 06/22/2010 | 15 | A | 1 | 495.00 | 3.20 | 1584.00 | DRAFT MOTION EXTENDING EXCLUSIVITY RE: PLAN DISCLOSURE STATEMENT |
| 11931.0010 | 06/23/2010 | 15 | A | 1 | 495.00 | 2.30 | 1138.50 | REVIEW AND REVISE EXCLUSIVITY MOTION |
| 11931.0010 | 06/24/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | DRAFT AND REVISE EXCLUSIVITY MOTION |
| 11931.0010 | 06/29/2010 | 15 | A | 1 | 495.00 | 1.80 | 891.00 | REVIEW AND REVISE MOTION TO EXTEND EXCLUSIVITY |
| 11931.0010 | 07/01/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | E-MAILS WITH COMMITTEE COUNSEL RE: BLUE STAR LETTER OF INTENT AND CONTINUATION FOR CREDITORS COMMITTEE APPROVAL |
| 11931.0010 | 07/02/2010 | 15 | A | 1 | 495.00 | 3.10 | 1534.50 | BEGIN DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/06/2010 | 15 | A | 1 | 495.00 | 3.80 | 1881.00 | CONTINUE DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/07/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | CONTINUE DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/08/2010 | 15 | A | 1 | 495.00 | 2.90 | 1435.50 | CONTINUE DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/09/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | CONTINUE DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/15/2010 | 15 | A | 1 | 495.00 | 2.10 | 1039.50 | CONTINUE DRAFT PLAN OF REORGANIZATION |
| 11931.0010 | 07/16/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | VARIOUS E-MAILS WITH CREDITORS COMMITTEE COUNSEL RE: EXTENSION OF EXCLUSIVITY |
| 11931.0010 | 07/16/2010 | 15 | A | 1 | 495.00 | 1.80 | 891.00 | RESEARCH RE: CLASSIFICATIONS |
| 11931.0010 | 07/19/2010 | 15 | A | 1 | 495.00 | 0.80 | 396.00 | RESEARCH RE: CLASS CATEGORIES |
| 11931.0010 | 07/21/2010 | 15 | A | 1 | 495.00 | 1.10 | 544.50 | ATTEND HEARING RE: DEBTOR'S MOTION TO EXTEND PERIODS TO FILE PLAN AND SOLICIT ACCEPTANCES |
| 11931.0010 | 07/29/2010 | 15 | A | 1 | 495.00 | 1.40 | 693.00 | RESEARCH RE: DRAFT PLAN OF REORGANIZATION |
| Total for Client ID 11931.0010 | | | | | | | | |
| | | | | | Billable | 30.80 | 15289.00 | ROCK & REPUBLIC ENTERPRISES, INC RE: PLAN & DISCLOSURE STATEMENT |

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| Client ID 11931.0011 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | | |
| 11931.0011 | 04/22/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | REVIEW LIFT STAY STIPULATION RE: NEW PACIFIC LITIGATION |
| 11931.0011 | 04/22/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | REVIEW AND REVISE STIPULATION MODIFYING AUTO STAY RE: BEVERLY HILLS LOCATION; E-MAILS CO-COUNSEL |
| 11931.0011 | 05/04/2010 | 15 | A | 1 | 420.75 | 0.50 | 210.38 | REVIEW STIPULATION TO MODIFY STAY RE: BEVERLY HILLS LOCATION |
| 11931.0011 | 05/06/2010 | 14 | A | 1 | 405.00 | 0.40 | 162.00 | DRAFT NOTICE OF PRESENTMENT OF STIPULATION TO LIFT STAY RE: NEW PACIFIC ACTION |
| 11931.0011 | 05/10/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | REVIEW PROPOSED CHANGES TO LIFT STAY STIPULATION WITH NEW PACIFIC BY CC AND E-MAIL RESPONSES |
| 11931.0011 | 05/10/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | TELEPHONE CONFERENCE WITH JAMES SULLIVAN, ATTORNEY FOR CC AND DRAFT NEW LANGUAGE FOR STIPULATION |
| 11931.0011 | 05/10/2010 | 14 | A | 485 | 405.00 | 0.70 | 283.50 | TELEPHONE CONFERENCE CALL WITH A. GOLDSTEIN AND A. SPIZZ AND D. COLEMAN AND B. ARMSTRONG RE: NEW PACIFIC ACTION (.6); CONFERENCE WITH A. GOLDSTEIN AND A. SPIZZ RE: COMMITTEE'S COMMENTS ON STIPULATION WITH NEW PACIFIC AND CONFERENCE WITH A. GOLDSTEIN RE: DISTRIBUTION AGREEMENT (.1) |
| 11931.0011 | 05/10/2010 | 14 | A | 456 | 405.00 | 0.10 | 40.50 | REVIEW E-MAILS BETWEEN A. SPIZZ AND J. SULLIVAN RE: NEW PACIFIC STIPULATION |
| 11931.0011 | 05/10/2010 | 14 | A | 341 | 405.00 | 2.10 | 850.50 | CONFERENCE WITH A. GOLDSTEIN RE: WHETHER ORDER WAS DRAFTED FOR MOTION RE: DISTRIBUTION AGREEMENT; REVIEW AND REVISE PROPOSED ORDER; REVIEW AND REVISE MOTION TO ENTER INTO AMENDED DISTRIBUTION AGREEMENT AND TO ASSUME SAME; E-MAILS WITH G. LURIE AND C. MOORMAN AND E-MAILS WITH J. KAPOR TO OBTAIN BLACKLINE OF DISTRIBUTION AGREEMENT; REVISE MOTION; TELEPHONE CONFERENCE WITH J. KAPOR RE: SAME |
| 11931.0011 | 05/11/2010 | 14 | A | 452 | 405.00 | 3.40 | 1377.00 | REVIEW AND REVISE MOTION TO ENTER INTO AND ASSUME AMENDED DISTRIBUTION AGREEMENT; COMPILER EXHIBITS |
| 11931.0011 | 05/12/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | VARIOUS E-MAILS WITH ATTORNEY FOR CC RE: CA RE: NEW PACIFIC'S LITIGATION |
| 11931.0011 | 05/12/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | DRAFT PROPOSED CA FOR CC RE: NEW PACIFIC LITIGATION |
| 11931.0011 | 05/13/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | E-MAILS WITH CC COUNSEL RE: REVISIONS TO NEW PACIFIC LIFT STAY STIPULATION |
| 11931.0011 | 05/13/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | REVIEW AND REVISE CA FOR COMMITTEE RE: NEW PACIFIC STIPULATION LIFT STAY AND SEND TO CC COUNSEL |
| 11931.0011 | 05/17/2010 | 3 | A | 1 | 520.00 | 0.80 | 416.00 | VARIOUS E-MAILS WITH COMMITTEE COUNSEL RE: NEW PACIFIC LITIGATION DISCLOSURE TO COMMITTEE |
| 11931.0011 | 05/17/2010 | 15 | A | 1 | 495.00 | 1.00 | 495.00 | REVIEW AND REVISE JT MOTION RE: LIFT STAY WITH RESPECT TO NEW PACIFIC LITIGATION |
| 11931.0011 | 05/18/2010 | 3 | A | 1 | 520.00 | 0.60 | 312.00 | VARIOUS E-MAIL WITH CC COUNSEL RE: CA - NEW PACIFIC |
| 11931.0011 | 05/19/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | E-MAIL WITH CC COUNSEL - CA WITH COMMITTEE AND REVISE CA LETTER |
| 11931.0011 | 06/01/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | REVIEW E-MAIL CORRESPONDENCE FROM COMMITTEE RE: NEW PACIFIC STIPULATION |
| 11931.0011 | 06/02/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | E-MAIL WITH SULLIVAN RE: CHANGES TO NEW PACIFIC STIPULATION LIFTING STAY |
| 11931.0011 | 06/08/2010 | 3 | A | 1 | 520.00 | 0.70 | 364.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR NEW PACIFIC AND DEBTOR RE: LIFT STAY MOTION |
| 11931.0011 | 06/09/2010 | 15 | A | 1 | 495.00 | 2.40 | 1188.00 | REVIEW FILE; ATTEND HEARING TO MODIFY STAY TO |

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| Client ID 11931.0011 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | PERMIT NEW PACIFIC RODEO LITIGATION TO PROCEED IN CAL. SUPREME COURT |
| 11931.0011 | 06/09/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | RESEARCH RE: BANKRUPTCY RULE 9027 AND NOTICE TO REMOVAL |
| 11931.0011 | 06/11/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | DRAFT AND REVISE STIPULATION RE: MODIFY BR 9027 |
| 11931.0011 | 06/16/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW BANK OF AMERICA LIFT STAY MOTION; REVIEW FILE |
| 11931.0011 | 06/18/2010 | 3 | A 1 | 520.00 | 0.20 | 104.00 | E-MAIL WITH JORDAN RE: TELEPHONE CONFERENCE ON NPR |
| 11931.0011 | 06/23/2010 | 14 | A 1 | 405.00 | 1.00 | 405.00 | BEGIN DRAFTING MOTION TO RE-INSTATE STAY RE: NEW PACIFIC ACTION |
| 11931.0011 | 06/28/2010 | 14 | A 1 | 405.00 | 1.20 | 486.00 | CONTINUE DRAFTING MOTION TO RE-INSTATE STAY RE: NEW PACIFIC ACTION; DRAFT NOTICE OF MOTION; LIFT STAY ORDER |
| 11931.0011 | 06/29/2010 | 14 | A 1 | 405.00 | 2.50 | 1012.50 | REVIEW AND REVISE MOTION TO RE-INSTATE AUTOMATIC STAY |
| 11931.0011 | 06/30/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | REVIEW AND REVISE MOTION TO REINSTATE THE AUTOMATIC STAY AGAINST NEW PACIFIC |
| 11931.0011 | 06/30/2010 | 14 | A 1 | 405.00 | 0.60 | 243.00 | DRAFT PREPOSTED ORDER RE-INSTATING STAY AND DRAFT NOTICE OF MOTION RE: SAME |
| 11931.0011 | 06/30/2010 | 14 | A 1 | 405.00 | 0.50 | 202.50 | CONFERENCE WITH A. GOLDSTEIN RE: MOTION TO RE-INSTATE STAY (.1); E-MAILS WITH D. ALEXANDER RE: SAME (.3); CONFERENCE WITH A. SPIZZ RE: SAME (.1) |
| 11931.0011 | 07/02/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW AND REVISE MOTION TO REINSTATE THE STAY |
| 11931.0011 | 07/02/2010 | 14 | A 1 | 405.00 | 1.00 | 405.00 | REVIEW EMAIL FROM D. ALEXANDER RE: NEW PACIFIC SUMMARY JUDGMENT MOTION AND REVISE MOTION TO ENFORCE STAY TO INCORPORATE D. ALEXANDER'S COMMENTS (.7); REVISE PROPOSED ORDER (.1); REVISE NOTICE OF MOTION (.1); EMAILS WITH D. ALEXANDER RE: SAME (.1) |
| 11931.0011 | 07/02/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | REVIEW COMMENTS FROM D. ALEXANDER ON THE REVISED MOTION TO REINSTATE THE STAY; CONFERENCE WITH A. GOLDSTEIN RE: SAME; REVIEW A. GOLDSTEIN'S REVISED LANGUAGE AND CONFERENCE WITH A. GOLDSTEIN RE: WAITING UNTIL NEXT WEEK TO FILE THE MOTION |
| 11931.0011 | 07/06/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | REVIEW EMAIL FROM A. GOLDSTEIN RE: TRIAL DATE; REVISE MOTION TO ENFORCE STAY |
| 11931.0011 | 07/07/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | REVIEW AND REVISE MOTION TO REIMPOSE THE STAY |
| 11931.0011 | 07/07/2010 | 14 | A 1 | 405.00 | 1.10 | 445.50 | REVISE MOTION TO REINSTATE STAY AND SEND REDLINE TO D. ALEXANDER; EMAILS WITH D. ALEXANDER AND B. ARMSTRONG RE: SAME; CONFERENCE WITH A. GOLDSTEIN RE: SAME; REVISE MOTION; EMAILS DRAFT TO D. ALEXANDER; REVIEW EMAILS; FURTHER REVISE MOTION |
| 11931.0011 | 07/07/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | REVIEW EMAILS FROM B. ARMSTRONG AND D. ALEXANDER AND FURTHER REVISE MOTION TO REINSTATE THE STAY |
| 11931.0011 | 07/08/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | EMAIL WITH A. GOLDSTEIN RE: REVISIONS MADE LAST NIGHT TO MOTION TO REINSTATE THE STAY; FINALIZE MOTION AND ARRANGE FOR FILING AND SERVICE |
| 11931.0011 | 07/22/2010 | 14 | A 1 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. SPIZZ RE: RESEARCH RE: REINSTATING STAY |
| 11931.0011 | 07/23/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | REVIEW OBJECTION OF NPR AND BIBA INT. TO MOTION TO REIMPOSE STAY |
| 11931.0011 | 07/23/2010 | 14 | A 1 | 405.00 | 2.40 | 972.00 | BRIEF REVIEW NEW PACIFIC AND BIBA/MASHOUF'S OBJECTIONS TO OUR MOTION TO REINSTATE THE |

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| Client ID 11931.0011 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| | | | | | | | STAY; CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: SAME; RESEARCH RE: SAME |
| 11931.0011 | 07/23/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | RESEARCH RE: REINSTATE STAY |
| 11931.0011 | 07/24/2010 | 14 | A 1 | 405.00 | 5.00 | 2025.00 | RESEARCH FOR REPLY TO OBJECTIONS TO MOTION TO RE-INSTATE STAY OF NEW PACIFIC ACTION AND CONTINUE TO DRAFT REPLY |
| 11931.0011 | 07/25/2010 | 14 | A 1 | 405.00 | 3.20 | 1296.00 | CONTINUE TO RESEARCH AND DRAFT REPLY RE: MOTION TO REIMPOSE THE STAY OF THE NEW PACIFIC ACTION |
| 11931.0011 | 07/26/2010 | 3 | A 1 | 520.00 | 4.50 | 2340.00 | REVIEW AND REVISE RESPONSE TO DEBTOR'S MOTION TO REIMPOSE STAY AS TO NPR |
| 11931.0011 | 07/26/2010 | 14 | A 1 | 405.00 | 6.80 | 2754.00 | CONFERENCE WITH A. SPIZZ AND A. GOLDSTEIN RE: DRAFT OF REPLY RE: MOTION TO REINSTATE STAY; CONTINUE DRAFTING REPLY; ADDITIONAL RESEARCH RE: SAME; EMAILS TO A. SPIZZ AND A. GOLDSTEIN RE: SAME; REVIEW PORTION OF REPLY DRAFTED BY A. SPIZZ; REVISE REPLY; CONFERENCE WITH A. SPIZZ RE: ARGUMENT IN REPLY RE: RULE 3007, ETC. |
| 11931.0011 | 07/26/2010 | 14 | A 1 | 405.00 | 0.30 | 121.50 | REVIEW AND REVISE B. ARMSTRONG'S DECLARATION AND EMAILS TO B. ARMSTRONG RE: SAME; REVIEW REVISED DECLARATION |
| 11931.0011 | 07/26/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | E-FILE AND SERVE REPLY RE: MOTION TO REINSTATE THE STAY BY EMAIL |
| 11931.0011 | 07/27/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | EMAILS TO A. SPIZZ RE: JUDGE GONZALEZ CASES IN CONNECTION WITH TOMORROW'S HEARING ON MOTION TO RE-INSTATE STAY; PREPARE COPIES FOR FILE |
| 11931.0011 | 07/27/2010 | 14 | A 1 | 405.00 | 1.50 | 607.50 | CONFERENCE WITH A. SPIZZ RE: RULE 3007 QUOTE IN THE REPLY; RESEARCH RE: SAME AND FIND MORE CASES THAT CONVERTED A CONTESTED MATTER TO AN ADVERSARY PROCEEDING; EMAILS WITH A. SPIZZ RE: SAME |
| 11931.0011 | 07/27/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | PREPARE AFFIDAVIT OF SERVICE OF REPLY (.1); DRAFT LETTER TO JUDGE ENCLOSING REPLY AND ARMSTRONG DECLARATION AND COORDINATE SUBMISSION TO CHAMBERS THIS MORNING (.3) |
| 11931.0011 | 07/27/2010 | 14 | A 1 | 405.00 | 0.40 | 162.00 | PREPARE FILE FOR TOMORROW'S HEARING ON MOTION TO RE-INSTATE STAY; INCLUDING ALL SUBMISSIONS AND CERTAIN CASELAW |
| 11931.0011 | 07/28/2010 | 14 | A 1 | 405.00 | 0.20 | 81.00 | CONFERENCE WITH A. SPIZZ RE: HARING TODAY ON MOTION TO REINSTATE THE STAY |
| 11931.0011 | 07/30/2010 | 14 | A 1 | 405.00 | 0.70 | 283.50 | REVIEW COURT'S ORDER DENYING MOTION TO REINSTATE THE STAY OF THE NEW PACIFIC ACTION (.2); EMAIL TO A. SPIZZ AND A. GOLDSTEIN RE: SAME (.2); EMAILS TO CLIENTS AND CO-COUNSEL RE: SAME AND TELEPHONE CONFERENCE WITH A. SPIZZ RE: SAME AND REVIEW EMAIL FROM B. ARMSTRONG RE: SAME (.3) |
| Total for Client ID 11931.0011 | | | | Billable | 61.00 | 27103.88 | ROCK & REPUBLIC ENTERPRISES, INC. RE: RELIEF FROM STAY PROCEEDINGS |

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| Client ID 11931.0012 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0012 | 04/06/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH DERRICK COLEMAN RE: NEW PACIFIC LITIGATION; REVIEW FILE |
| 11931.0012 | 05/07/2010 | 15 | A 1 | 495.00 | 1.20 | 594.00 | REVIEW LITIGATION FILES |
| 11931.0012 | 05/10/2010 | 15 | A 1 | 495.00 | 0.70 | 346.50 | REVIEW COMM. COMMENTS TO NEW PACIFIC STIPULATION; DISCUSSION WITH A. SPIZZ; E-MAILS TO NEW PACIFIC'S ATTORNEYS |
| 11931.0012 | 05/10/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH DERRICK COLEMAN RE: DISCUSSION ST. CT. ACTION WITH NEW PACIFIC |
| 11931.0012 | 05/12/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | CONFERENCE WITH CRO AND SPECIAL COUNSEL RE: NEW PACIFIC LITIGATION |
| 11931.0012 | 05/12/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH CRO AND SPECIAL COUNSEL RE: NEW PACIFIC LITIGANTS |
| 11931.0012 | 05/12/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | REVIEW AND REVISE STIPULATION RE: NEW PACIFIC LITIGATION; E-MAILS |
| 11931.0012 | 05/13/2010 | 3 | A 1 | 520.00 | 1.50 | 780.00 | ANALYSIS OF PENDING LITIGATION TO DETERMINE POTENTIAL CLAIMS |
| 11931.0012 | 05/13/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | E-MAILS WITH DEBTOR AND MANDELSON RE: PENDING LITIGATION |
| 11931.0012 | 05/17/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH DERRICK COLEMAN RE: OUTSTANDING LITIGATION |
| 11931.0012 | 05/17/2010 | 3 | A 1 | 520.00 | 1.50 | 780.00 | CONTINUE LITIGATION ANALYSIS |
| 11931.0012 | 05/17/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | REVIEW BECKHAM BRAND LTD. - SETTLEMENT |
| 11931.0012 | 05/17/2010 | 15 | A 1 | 495.00 | 0.80 | 396.00 | TELEPHONE CONFERENCE WITH COUNSEL WITH PROPOSED LITIGATION COUNSEL RE: REVIEW LITIGATION OUTSTANDING CASES; REVIEW SCHEDULE |
| 11931.0012 | 05/18/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH CRO AND SPECIAL LITIGATION COUNSEL RE: MEETING SCHEDULED WITH NEW PACIFIC; REVIEW FILE |
| 11931.0012 | 05/18/2010 | 3 | A 1 | 520.00 | 1.50 | 780.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR VARIOUS LAWSUITS PENDING AGAINST DEBTOR - CONTINUE ANALYSIS |
| 11931.0012 | 05/19/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | TELEPHONE CONFERENCE WITH SCOTT ZILUCK - OUTSTANDING PRE-PETITION LITIGATION, NASSER, SPRING ST. AND GREENE ST. |
| 11931.0012 | 05/24/2010 | 3 | A 1 | 520.00 | 0.80 | 416.00 | TELEPHONE CONFERENCE WITH ERIC DeWAMER - ATTORNEY HANDLING PRE-PETITION KANG LITIGATION RE: EVALUATION |
| 11931.0012 | 05/24/2010 | 3 | A 1 | 520.00 | 1.20 | 624.00 | DRAFT CONFIDENTIAL MEMO TO CRO RE: ON ALL OUTSTANDING LITIGATION |
| 11931.0012 | 06/02/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW AND REVISE PROPOSED ORDER APPROVING NEW PACIFIC STIPULATION; TELEPHONE CONFERENCE WITH NEW PACIFIC COUNSEL; FURTHER REVISIONS |
| 11931.0012 | 06/04/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW 270 PROPOSED STIPULATION AND ORDER |
| 11931.0012 | 06/08/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | E-MAIL AND TELEPHONE CONFERENCE WITH BRUCE ARMSTRONG RE: NEW PACIFIC LITIGATION IN STATE COURT |
| 11931.0012 | 06/08/2010 | 14 | A 1 | 405.00 | 0.80 | 324.00 | CONFERENCE WITH A. GOLDSTEIN RE: REMOVAL TIMING ISSUE UNDER BANKRUPTCY RULE 9027 (.1); RESEARCH RE: SAME (.4); E-MAILS TO A. GOLDSTEIN RE: SAME (.3) |
| 11931.0012 | 06/09/2010 | 15 | A 1 | 495.00 | 1.40 | 693.00 | REVIEW LITIGATION SUMMARY; DOCUMENTS |
| 11931.0012 | 06/09/2010 | 14 | A 341 | 405.00 | 0.10 | 40.50 | CONFERENCE WITH A. GOLDSTEIN RE: REMOVAL ISSUE |
| 11931.0012 | 06/16/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH DERRICK COLEMAN ET AL RE: DISCUSS STATUS OF NEW PACIFIC CLAIM IN CA.; DISCOVERY ET AL. |
| 11931.0012 | 06/16/2010 | 15 | A 1 | 495.00 | 0.60 | 297.00 | TELEPHONE CONFERENCE WITH CRO RE: NEW PACIFIC LIST; REVIEW E-MAIL FROM LITIGATION COUNSEL RE: NP |
| 11931.0012 | 06/18/2010 | 15 | A 1 | 495.00 | 0.20 | 99.00 | TELEPHONE CONFERENCE WITH DERRICK COLEMAN RE: NEW PACIFIC LITIGATION |

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| <u>Client</u> | <u>Trans Date</u> | <u>H Tcode/ Tmkr P Task Code</u> | <u>Rate</u> | <u>Hours to Bill</u> | <u>Amount</u> | |
|--|-----------------------|--------------------------------------|-------------|--------------------------|---------------|--|
| Client ID 11931.0012 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0012 | 06/23/2010 | 14 A 1 | 405.00 | 0.20 | 81.00 | EMAILS WITH A. GOLDSTEIN RE: TIMING OF MOTION RE: NEW PACIFIC; CALENDAR UPCOMING HEARING DATES |
| 11931.0012 | 06/28/2010 | 15 A 1 | 495.00 | 0.70 | 346.50 | REVIEW PENDING LITIGATION IN GERMANY RE: HEU KING KUHN LUER - E-MAILS RESPONSE TO ATTORNEY AND E-MAILS TO CLIENT |
| 11931.0012 | 07/09/2010 | 14 A 1 | 405.00 | 0.30 | 121.50 | CONFERENCE AND EMAILS WITH A. GOLDSTEIN RE: DISCOVERY IN NEW PACIFIC; EMAILS WITH COLEMAN FROST ATTORNEYS RE: PRO HAC VICE APPLICATIONS; TELEPHONE CONFERENCE WITH D. ALEXANDER RE: SAME |
| 11931.0012 | 07/22/2010 | 4 A 1 | 495.00 | 3.00 | 1485.00 | CONFERENCES WITH A. SPIZZ AND EDWARD RE: EMAIL PRODUCTION; REVIEW AND ANALYZE CD; EXPORT/IMPORT FILES FOR REVIEW AND PRINTING |
| 11931.0012 | 07/27/2010 | 4 A 1 | 495.00 | 3.00 | 1485.00 | DATA IMPORT/EXPORT FOR DOCUMENT PRODUCTION. |
| Total for Client ID 11931.0012 Billable 30.00 14994.00 ROCK & REPUBLIC ENTERPRISES, INC. RE: LITIGATION | | | | | | |

Date: 08/19/2010

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| Client | Trans Date | Tmkr | H Toode/ P Task Code | Rate | Hours to Bill | Amount | |
|---|------------|------|-------------------------|--------|------------------|---------|--|
| Client ID 11931.0013 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0013 | 04/07/2010 | 15 | A 1 | 495.00 | 0.40 | 198.00 | REVIEW LEASE AGREEMENT AND GUARANTEE BY R & R |
| 11931.0013 | 04/13/2010 | 3 | A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR KORALL RE: REJECTION MOTION |
| 11931.0013 | 04/16/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR KORAL - ADJ. OF REJECTION MOTION AND OTHER ISSUES |
| 11931.0013 | 04/20/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR NEW PACIFIC RE: LIFT STAY MOTION |
| 11931.0013 | 04/20/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | REVIEW DRAFT OF NEW PACIFIC LIFT STAY STIPULATION |
| 11931.0013 | 04/20/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | TELEPHONE CONFERENCE WITH LOCAL COUNSEL HANDLING THE NEW PACIFIC LITIGATION RE: LIFT STAY |
| 11931.0013 | 04/23/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | VARIOUS TELEPHONE CONFERENCE AND E-MAIL WITH CLIENT AND COUNSEL FOR KAROL RE: ADJ. OF VENUE AND REJECTION MOTION |
| 11931.0013 | 04/26/2010 | 3 | A 1 | 520.00 | 2.50 | 1300.00 | MEETING WITH CRO - RE: - AMENDMENT TO DISTRIBUTION AGREEMENT AND REVIEW REVISED DISTRIBUTION AGREEMENT SENT BY KORALI ATTORNEY |
| 11931.0013 | 04/26/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR FOR DISTRIBUTION RE: REVISED DISTRIBUTION AGREEMENT |
| 11931.0013 | 04/26/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | PARTICIPATION ON TELEPHONE CONFERENCE WITH DISTRIBUTION AND PROFESSIONAL AND DEBTOR AND PROFESSIONAL |
| 11931.0013 | 04/26/2010 | 3 | A 1 | 520.00 | 1.00 | 520.00 | FURTHER COMMENTS TO DISTRIBUTION AGREEMENT |
| 11931.0013 | 04/27/2010 | 3 | A 1 | 520.00 | 2.00 | 1040.00 | 2 TELEPHONE CONFERENCES WITH ATTORNEY FOR KORAL RE: EXTENSION OF AGREEMENT |
| 11931.0013 | 04/27/2010 | 3 | A 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: AMEND DISTRIBUTION AGREEMENT |
| 11931.0013 | 05/03/2010 | 14 | A 1 | 405.00 | 0.50 | 202.50 | CONTINUE TO DRAFT MOTION TO MODIFY AND ASSUME AMENDED DISTRIBUTORSHIP AGREEMENT |
| 11931.0013 | 05/04/2010 | 14 | A 341 | 405.00 | 0.50 | 202.50 | CONFERENCE WITH A RE: DISTRIBUTION AGREEMENT; CONTINUE TO DRAFT MOTION TO ASSUME DISTRIBUTION AGREEMENT AS AMENDED |
| 11931.0013 | 05/04/2010 | 14 | A 341 | 405.00 | 0.30 | 121.50 | CONFERENCE WITH A. GOLDSTEIN RE: ROBERTSON LEASE AND REVIEW SAME AND DISCUSS ASSIGNMENT AND GETTING SECURITY DEPOSIT BACK AND GETTING DEBTORS OFF THE LEASE |
| 11931.0013 | 05/05/2010 | 3 | A 1 | 520.00 | 0.40 | 208.00 | REVIEW LATEST DRAFT OF STIPULATION WITH NEW PACIFIC TO LIFT STAY |
| 11931.0013 | 05/06/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW AND REVISE STIPULATION WITH NEW PACIFIC; TELEPHONE CONFERENCE WITH ATTORNEY |
| 11931.0013 | 05/06/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | TELEPHONE CONFERENCE WITH ATTORNEY FOR KORAL RE: MOTION TO ASSUME DISCLOSURE STATEMENT AGREEMENT AS AMENDED; REVIEW COMMENTS TO ORDER |
| 11931.0013 | 05/07/2010 | 14 | A 1 | 405.00 | 0.80 | 324.00 | DRAFT MOTION TO ENTER INTO AND ASSUME AMENDED DISTRIBUTION AGREEMENT |
| 11931.0013 | 05/11/2010 | 15 | A 1 | 495.00 | 0.50 | 247.50 | REVIEW AND REVISE MOTION TO ASSUME DISTRIBUTION AGREEMENT AS AMENDED |
| 11931.0013 | 05/11/2010 | 14 | A 357 | 405.00 | 0.20 | 81.00 | DRAFT LETTER TO JUDGE ENCLOSING MOTION RE: AMENDED DISTRIBUTION AGREEMENT |
| 11931.0013 | 05/12/2010 | 15 | A 1 | 495.00 | 1.00 | 495.00 | REVIEW AND REVISE MOTION TO ASSUME DISCLOSURE STATEMENT AGREEMENT; DISCUSSION WITH J. MAKOWER |
| 11931.0013 | 05/12/2010 | 15 | A 1 | 495.00 | 1.30 | 643.50 | REVISE WOODBURY STIPULATION; REVIEW AND REVISE MOTION FOR AUTHORITY TO ENTER INTO STIPULATION |
| 11931.0013 | 05/12/2010 | 14 | A 1 | 405.00 | 0.70 | 283.50 | FINALIZE NOTICE OF MOTION AND MOTION AND PROPOSED ORDER TO APPROVE AND ASSUME AMENDED DISTRIBUTION AGREEMENT (.2); PREPARE MOTION AND EXHIBITS FOR FILING AND SERVICE (.3); |

Detail Fee Transaction File List
 Todtman, Nachamie, Spizz & Johns PC

| Client | Trans Date | Tmkr | H P | Tcode/ Task Code | Rate | Hours to Bill | Amount | |
|----------------------|-----------------------------------|------|-----|------------------|--------|---------------|---------|---|
| Client ID 11931.0013 | ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | | |
| 11931.0013 | 05/12/2010 | 14 | A | 361 | 405.00 | 2.60 | 1053.00 | CONFERENCE WITH A. GOLDSTEIN RE: SERVING MOTION AND E-MAILS TO ATTORNEYS (.2) E-MAIL TO A. GOLDSTEIN RE: NOTICE OF PRESENTMENT RULE AND CONFERENCE WITH A. GOLDSTEIN (.2); DRAFT MOTION TO APPROVE STIPULATION WITH CPG RE: WOODBURY COMMONS (.9); DRAFT NOTICE OF MOTION (.4); CONFERENCE WITH A. GOLDSTEIN RE: REVISING MOTION (.1); FINALIZE MOTION WITH A. GOLDSTEIN (.4); E-MAIL MOTION TO J. RENERT AND TELEPHONE CONFERENCE WITH RENERT RE: MOTION (.2); FILE MOTION AND E-MAILS TO RICHARD MORRISSEY RE: MOTION (.4) CONFERENCE AND E-MAILS WITH S. NOBLES RE: SERVING CPG MOTIONS PAPERS AND AFFIDAVITS OF SERVICE |
| 11931.0013 | 05/12/2010 | 14 | A | 341 | 405.00 | 0.20 | 81.00 | CONFERENCE AND E-MAILS WITH S. NOBLES RE: SERVING CPG MOTIONS PAPERS AND AFFIDAVITS OF SERVICE |
| 11931.0013 | 05/18/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | REVIEW AMENDED DISTRIBUTION AGREEMENT; REVISE SECTION 7; RESPOND TO E-MAILS FROM COMM. COUNSEL |
| 11931.0013 | 05/21/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW AND REVISE ORDER OUTSTANDING EXECUTION OF AMENDED DISCLOSURE AGREEMENT |
| 11931.0013 | 05/24/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | REVISE ORDER APPROVING DISTRIBUTION AGREEMENT |
| 11931.0013 | 06/08/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | TELEPHONE CONFERENCE WITH JAMES SULLIVAN RE: NEW PACIFIC MOTION TO LIFT STAY |
| 11931.0013 | 06/11/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | CONFERENCE WITH A.G. RE: LEASE REJECTION CLAIMS ON SALE OF ASSETS |
| 11931.0013 | 06/11/2010 | 15 | A | 1 | 495.00 | 1.80 | 891.00 | REVIEW LEASES; POSSIBLE REJECTION CLAIMS |
| 11931.0013 | 06/11/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | REVISE LEASE CHART |
| 11931.0013 | 06/14/2010 | 15 | A | 1 | 495.00 | 1.70 | 841.50 | DRAFT SCHEDULE OF POTENTIAL LEASE REJECTION CLAIMS; REVIEW LEASES |
| 11931.0013 | 06/15/2010 | 15 | A | 1 | 495.00 | 1.30 | 643.50 | DRAFT SCHEDULES RE: LEASE REJECTION CLAIMS |
| 11931.0013 | 06/16/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH CRO RE: POTENTIAL LEASE REJECTION CLAIMS ON 363 SALE |
| 11931.0013 | 06/17/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | REVIEW LEASES RE: REJECTION CLAIMS AND LEASE REJECTION SCHEDULES |
| 11931.0013 | 06/21/2010 | 3 | A | 1 | 520.00 | 0.40 | 208.00 | E-MAIL WITH CIT EQUIPMENT FINANCING AND DEBTOR RE: POST PETITION PAYMENTS |
| 11931.0013 | 06/22/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | START DRAFTING MOTION TO EXTEND TIME TO ASSUME OR REJECT NONRESIDENTIAL REAL PROPERTY LEASES |
| 11931.0013 | 06/23/2010 | 15 | A | 1 | 495.00 | 2.80 | 1386.00 | REVIEW AND REVISE LEASE EXT. MOTION (1.8); REVIEW LEASES (1.0) |
| 11931.0013 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | REVIEW MOTION BY CBS TO REJECT BILLBOARD LEASE |
| 11931.0013 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.50 | 260.00 | TELEPHONE CONFERENCE WITH DEBTOR RE: CBS BILLBOARD LEASE |
| 11931.0013 | 06/24/2010 | 3 | A | 1 | 520.00 | 0.20 | 104.00 | E-MAIL WITH ATTORNEY FOR CBS BILLBOARD RE: LEASE REJECTION MOTION |
| 11931.0013 | 06/24/2010 | 15 | A | 1 | 495.00 | 1.50 | 742.50 | DRAFT AND REVISE LEASE EXTENSION MOTION |
| 11931.0013 | 06/24/2010 | 15 | A | 1 | 495.00 | 0.70 | 346.50 | REVIEW MOTION FILED BY CBS OUTDOOR (.2); TELEPHONE CONFERENCE WITH CBS ATTORNEY (.2); TELEPHONE CONFERENCE WITH CLIENT RE: SAME (.3) |
| 11931.0013 | 06/29/2010 | 15 | A | 1 | 495.00 | 0.90 | 445.50 | REVIEW AND REVISE MOTION TO EXTEND TIME TO ASSUME OR REJECT LEASES |
| 11931.0013 | 07/01/2010 | 3 | A | 1 | 520.00 | 0.10 | 52.00 | TELEPHONE CONFERENCE WITH JIM SULLIVAN RE: BS LETTER OF INTENT |
| 11931.0013 | 07/01/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH CLIENT RE: CBS OUTDOOR |
| 11931.0013 | 07/02/2010 | 15 | A | 1 | 495.00 | 0.50 | 247.50 | REVIEW CBS OUTDOOR CONTRACT; E-MAILS WITH CLIENT RE: PROPOSAL |
| 11931.0013 | 07/06/2010 | 3 | A | 1 | 520.00 | 0.30 | 156.00 | CONFERENCE WITH A. GOLDSTEIN RE: EXTENSION OF CBS LEASE |
| 11931.0013 | 07/06/2010 | 15 | A | 1 | 495.00 | 0.30 | 148.50 | REVIEWED FILE AND E-MAIL TO CBS OUTDOOR |

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| Client | Trans Date | H Toode/ Tmkr P Task Code | Rate | Hours to Bill | Amount | |
|---|---------------|------------------------------|--------|------------------|--------|---|
| Client ID 11931.0013 ROCK & REPUBLIC ENTERPRISES, INC. | | | | | | |
| 11931.0013 | 07/06/2010 | 15 A 1 | 495.00 | 0.80 | 396.00 | ATTORNEY TELEPHONE CONFERENCE WITH CBS OUTDOOR RE: BILLBOARD CONTRACT (.5); TELEPHONE CONFERENCE WITH CLIENT RE: SAME (.3) |
| 11931.0013 | 07/07/2010 | 15 A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH ATTORNEY FOR EASTHAM AVE SPACE RE: LETTER OF CREDIT |
| 11931.0013 | 07/07/2010 | 15 A 1 | 420.75 | 0.70 | 294.53 | REVIEW ROBERTSON LEASE (.4); E-MAILS TO CLIENT (.3) |
| 11931.0013 | 07/08/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | REVIEW EASTHAM LEASE (.3); E-MAIL TO CLIENT (.2) |
| 11931.0013 | 07/08/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | REVIEW GREENE ST. LEASE AND RESPONSE BY GREENE ST. LANDLORD RE: REJECTION CLAIM |
| 11931.0013 | 07/08/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH CFO RE: EASTHAM LEASE AND LETTER OF CREDIT; DISCUSSION WITH A. SPIZZ (.2) |
| 11931.0013 | 07/09/2010 | 15 A 1 | 495.00 | 0.50 | 247.50 | TELEPHONE CONFERENCE WITH M. BALL (.2); E-MAIL PROPOSAL TO CBS (.3) |
| 11931.0013 | 07/12/2010 | 3 A 1 | 520.00 | 0.40 | 208.00 | CONFERENCE WITH CRO RE: CBS BILLBOARD LEASE |
| 11931.0013 | 07/14/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 | E-MAIL CORRESPONDENCE WITH CBS OUTDOOR ATTORNEY RE: CBS MOTION TO COMPEL ASSUMPTION OR REJECTION/NEW CONTRACT |
| 11931.0013 | 07/16/2010 | 15 A 1 | 495.00 | 0.60 | 297.00 | E-MAILS WITH CBS ATTORNEY RE: CBS MOTION TO COMPEL ASSUMPTION OR REJECTION AND BILLBOARD AGREEMENT |
| 11931.0013 | 07/19/2010 | 15 A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH G. LURIE RE: CBS CONTRACT; E-MAIL TO CBS ATTORNEY |
| 11931.0013 | 07/19/2010 | 15 A 1 | 495.00 | 0.40 | 198.00 | TELEPHONE CONFERENCE WITH MANDERSON RE: CANADIAN DISTRIBUTION AGREEMENT |
| 11931.0013 | 07/19/2010 | 14 A 1 | 405.00 | 0.10 | 40.50 | REVIEW 3525 EASTHAM'S RESPONSE TO MOTION EXTENDING TIME TO ASSUME OR REJECT |
| 11931.0013 | 07/20/2010 | 15 A 1 | 495.00 | 1.00 | 495.00 | REVIEW CANADIAN DISTRIBUTION AGREEMENT RE: POSSIBLE REJECTION FOR CAUSE |
| 11931.0013 | 07/21/2010 | 15 A 1 | 495.00 | 1.10 | 544.50 | ATTEND HEARING EXCLUDING TIME TO ASSUME OR REJECT LEASES |
| 11931.0013 | 07/22/2010 | 15 A 1 | 495.00 | 1.90 | 940.50 | TELEPHONE CONFERENCE WITH CLIENT RE: CANCELLATION DIST. AGREEMENT AND LA LEASE; REVIEW DOCUMENTS |
| 11931.0013 | 07/22/2010 | 15 A 1 | 495.00 | 0.40 | 198.00 | REVIEW REIMPOSE STAY MOTION |
| 11931.0013 | 07/26/2010 | 15 A 1 | 495.00 | 0.30 | 148.50 | TELEPHONE CONFERENCE WITH CLIENT RE: LA SHOWROOM LEASE |
| 11931.0013 | 07/29/2010 | 3 A 1 | 520.00 | 0.30 | 156.00 | TELEPHONE CONFERENCE WITH CHRIS MANDERSON RE: ISSUES WITH DISTRIBUTION AGREEMENT |

| | | | | |
|--------------------------------|----------|-------|----------|---|
| Total for Client ID 11931.0013 | Billable | 51.50 | 25274.53 | ROCK & REPUBLIC ENTERPRISES, INC. RE: LEASES/EXECUTORY CONTRACTS |
|--------------------------------|----------|-------|----------|---|

GRAND TOTALS

| | | |
|----------|---------|-----------|
| Billable | 1019.55 | 484183.41 |
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EXHIBIT "D"

Date: 08/19/2010

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| | | <u>Amount</u> | |
|---------------------------------------|----------|---------------|--|
| Subtotal for Tcode 3 | Billable | 2572.00 | PHOTOCOPYING |
| Subtotal for Tcode 5 | Billable | 683.00 | GROUND TRANSPORTATION |
| Subtotal for Tcode 9 | Billable | 1268.50 | POSTAGE |
| Subtotal for Tcode 11 | Billable | 2078.00 | COURT FEES |
| Subtotal for Tcode 13 | Billable | 386.27 | MEAL(S) |
| Subtotal for Tcode 14 | Billable | 350.74 | OUTSIDE PHOTOCOPY |
| Subtotal for Tcode 15 | Billable | 424.37 | FEDERAL EXPRESS |
| Subtotal for Tcode 27 | Billable | 28.32 | PRIMUS TELECOMMUNICATIONS |
| Subtotal for Tcode 43 | Billable | 79.52 | PACER SERVICE CENTER |
| Subtotal for Tcode 50 | Billable | 984.50 | CONTINENTAL CORPORATE SERVICES, INC.- INVOICE # |
| Subtotal for Tcode 84 | Billable | 206.41 | AT & T TELECONFERENCE SERVICES |
| Subtotal for Tcode 89 | Billable | 325.05 | LEXIS NEXIS - RESEARCH CHARGES |
| Total for Client ID 11931.0000 | Billable | 9386.68 | ROCK & REPUBLIC ENTERPRISES, INC. RE: CASE ADMINISTRATION |

GRAND TOTALS

Billable 9386.68

EXHIBIT "E"

TODTMAN, NACHAMIE, SPIZZ & JOHNS, P.C.
Attorneys for Rock & Republic Enterprises, Inc.
and Triple R, Inc.
Debtors and Debtors-in-Possession
425 Park Avenue
New York, NY 10022
(212) 754-9400
Alex Spizz, Esq.
Arthur Goldstein, Esq.
Jill Makower, Esq.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT NEW YORK

-----X

In re:

Chapter 11

ROCK & REPUBLIC ENTERPRISES, INC.,
et al.,
Debtors.

Case No. 10-11728 (AJG)
(Jointly Administered)

-----X

**CERTIFICATION PURSUANT TO GUIDELINES FOR FEES AND
DISBURSEMENTS FOR PROFESSIONALS IN SOUTHERN DISTRICT
OF NEW YORK BANKRUPTCY CASES IN SUPPORT OF FIRST
INTERIM FEE APPLICATION OF TODTMAN, NACHAMIE, SPIZZ &
JOHNS, P.C.**

ARTHUR GOLDSTEIN, certifies as follows:

1. I am a member of Todtman, Nachamie, Spizz & Johns, P.C. ("Applicant" or "TNSJ") and I am admitted to practice before, among others, the Courts of the State of New York and the United States District Courts for the Southern and Eastern Districts of New York.

2. I make this certification in support of the application (the "Application") of TNSJ for its First Interim Fee award of compensation for services rendered and reimbursement of expenses in connection with representing Rock & Republic

Enterprises, Inc. and Triple R, Inc. (collectively, the “Debtors”) pursuant to the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the “Amended Guidelines”) and the Guidelines For Reviewing Applications For Compensation and Reimbursements of Expenses Filed Under 11 U.S.C. § 330 promulgated by the Executive Office of the United States Trustee (the “UST Guidelines”). I am a professional designated by TNSJ with the responsibility for compliance with the Amended Guidelines and the UST Guidelines.

3. I have read the Application and to the best of my knowledge, information and belief, formed after reasonable inquiry, the Application complies with the requirements set forth in the Amended Guidelines and the UST Guidelines. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Amended Guidelines and the UST Guidelines, as set forth in the Application and in the exhibits annexed thereto. The fees and disbursements sought by Applicant are billed at rates and in accordance with the practices customarily employed by Applicant and generally accepted by Applicant’s clients.

4. It is Applicant’s intention to serve a copy of its Application upon the Debtors, the Office of the United States Trustee and Committee counsel in accordance with the UST Guidelines.

5. It is anticipated that I will represent Applicant at the hearing on the Application.

6. In making disbursements and incurring expenses on behalf of the Debtors, Applicant has sought only to obtain reimbursement and not to make a profit on such

disbursements. To the best of my knowledge, in charging for a particular service, TNSJ does not include in the amount of reimbursement amortization of the cost of any investment, equipment or capital outlay. With respect to reimbursement for services which have been purchased or contracted from a third party, TNSJ requests only the amount billed to it by the third party vendor and paid by or incurred by Applicant to such vendor. A summary of Applicant's disbursements and expenses incurred during the First Interim Period has been attached as **Exhibit "D"** to the Application and the receipts and miscellaneous back-up documentation will be made available upon request.

7. The Debtors, the U.S. Trustee and Committee counsel have been provided with statements of fees and disbursements accrued during the First Interim Period.

Dated: New York, New York
August 26, 2010

s/ Arthur Goldstein
Arthur Goldstein